

Bank One Corporation 1 Bank One Plaza Chicago, IL 60670

## **News Release**

# For Immediate Release

# BANK ONE REPORTS THIRD QUARTER NET INCOME OF \$0.79 PER SHARE, UP 12.9% FROM \$0.70

- STRONG GROWTH IN RETAIL
- SIGNIFICANT IMPROVEMENT IN COMMERCIAL CREDIT QUALITY
  - CAPITAL MARKETS REVENUES UP 52%
- ASSETS UNDER MANAGEMENT REACHED RECORD LEVEL OF \$176 BILLION
  - ZURICH LIFE ACQUISITION CLOSES

CHICAGO, October 21, 2003 – Bank One Corporation (NYSE: ONE) today announced 2003 third quarter net income of \$883 million, or \$0.79 per diluted share, compared to \$823 million, or \$0.70 per diluted share.

"We experienced momentum in many of our businesses, as evidenced by the continued growth in new accounts, deposits, and loan production in Retail, balance and charge volume growth in Card, and positive net flows in Investment Management," said James Dimon, Chairman and Chief Executive Officer.

"We are extremely pleased with the overall performance in corporate banking. Even though balances were down from last quarter, mostly due to lower utilization that was common throughout the industry, investment grade commitments were up. The dramatic improvement in credit performance and the continued strength in non-lending revenue have driven solid returns in this business," Dimon said.

"Middle market loan balances declined as a result of lower utilization and our tightened credit standards. While credit remains a priority, we are focused on re-igniting growth in the business. We expect the changes we announced recently to address this issue," Dimon said.

"We are already seeing positive results from the Zurich Life acquisition, which was completed earlier than anticipated. The Zurich addition and the planned fourth quarter purchase of Security Capital will fill important product gaps and complement our existing asset management capabilities. We also expect to close the sale of the corporate trust business in the fourth quarter."

Highlights in the third quarter include the following:

# • Significant items:

• Third quarter results included several significant items that resulted in a minimal net impact to the Company's earnings.

(\$ millions)	<u>Pretax</u>	After-tax
Net gain on Corporate investment activity	\$37	\$24
Commercial Banking allowance release	150	95
Losses related to termination of debt	(162)	(103)
Net impact to earnings	\$25	\$16

- **Retail** experienced another successful quarter with continued growth in net transaction accounts, core deposits, and home equity loan production and balances. Net income was \$392 million, up \$31 million, or 9%.
  - Retail grew net transaction accounts by nearly 150 thousand, its highest quarterly growth in at least several years. This was driven by improvements in both the account acquisition and attrition rates. During the last 12 months, checking accounts have increased 362 thousand.
  - Average core deposits increased \$5.8 billion, or 9%, to \$70 billion from the prior year.
  - Home equity loan production was \$4.7 billion, up 24% from the prior year. This growth led to a 37% increase in average home equity balances to \$24.5 billion.
  - Over the past 12 months, branch hours were expanded on average 10 hours per week, 39 new banking centers were opened, 228 ATMs were added to the network, and the salesforce was increased, adding 548 relationship bankers and 74 investment sales representatives.
  - Investment sales volume increased 18% from the prior year, driven by strong annuity and mutual fund sales.
- Commercial Banking's performance continued to be driven by improvements in credit quality and strong capital markets revenues. Net income was \$361 million, up \$182 million.
  - Corporate banking end-of-period loan balances were down \$3.8 billion, or 12%, partially due to lower utilization. Offsetting this decline was dramatic credit quality improvement and significant growth in non-lending revenues, primarily capital markets, which increased 52% to \$234 million. The net charge-off ratio declined to 0.81%, from 2.03%, and nonperforming loans decreased 48% to \$526 million. As a result of this improvement, \$150 million of corporate banking loan loss reserves were released.
  - Middle market end-of-period loan balances declined \$4.7 billion, or 15%, as a result of lower utilization and tightened credit. Credit showed significant improvement as net charge-offs totaled \$43 million, a 44% decline, and the charge-off ratio was 0.62%, as compared to 0.96%. Nonperforming loans declined 16% to \$861 million.
- Card Services' net income was \$285 million, down 4% from the prior year, as margin compression and a higher provision for credit losses offset the benefits of higher loan and charge volumes. Compared to the prior quarter, net income increased \$6 million, or 2%, as margin improvements and higher charge volumes were partially offset by a higher provision

for credit losses. Margin as a percentage of average outstandings increased 40 basis points over the prior quarter to 8.57%, reversing the downward trend of the previous quarters. Provision increased as a result of higher net charge-offs and a modest increase in reserves.

- Managed average loan balances increased \$6.1 billion, or 9%, over the prior year and modestly over the prior quarter. Charge volume increased \$3.3 billion, or 8%, over the prior year, and \$2.3 billion, or 6%, over the prior quarter.
- The focus on developing alliances continued as new co-brand and affinity partnerships were formed, including Trump Hotel and Casino Resorts and FedEx, and existing alliances were renewed, including AARP and Bell South.
- Continuing to solidify its position as the leading co-brand issuer, the Company partnered with Starbucks to launch the Starbucks Card Duetto Visa, which blends credit card functionality with the re-loadable Starbucks Card.
- Net accounts opened totaled 895 thousand.
- Credit ratios remained strong despite the increase of the managed net charge-off rate to 5.30%, from the lower rate of 5.00% in the prior year. Losses were up slightly from the previous quarter, due primarily to lower recoveries. The 30-day managed delinquency ratio decreased to 3.98% from 4.05%.
- **Investment Management** continued to achieve positive net flows of client assets. Net income was \$91 million, a 15% increase over the prior year and a 20% increase over the prior quarter.
  - On September 3, the Company completed the acquisition of Zurich Life. The acquisition was positively received by the rating agencies. Moody's upgraded the ratings from A3 to A2 for all three of the Zurich underwriting entities, S&P affirmed the A+ ratings, and A.M. Best maintained the A ratings with developing implications.
  - Total assets under management were a record \$175.5 billion, an 18% increase. Excluding the impact of the Zurich acquisition, net inflows of long-term assets were \$6.1 billion in the current quarter and \$12.2 billion during the last four quarters.
  - The Company announced an agreement to purchase Security Capital Research & Management Incorporated, a recognized expert in developing and providing real estate investment products, with approximately \$3.5 billion in assets under management. The acquisition is expected to close in the fourth quarter.
  - On September 3, the New York Attorney General simultaneously filed and settled a complaint against a hedge fund alleging that the hedge fund had engaged in improper trading practices with certain mutual funds, including the One Group Funds. The Company is cooperating fully with the Attorney General, the Securities and Exchange Commission and other regulators in connection with inquiries into these practices, and is reviewing its mutual fund practices. To date, the Company has found no systemic problems. The Company continues to work towards assessing any financial impact to One Group investors from such practices and will make full restitution to One Group investors harmed as a result of improper conduct by any Bank One employee.

## LINE OF BUSINESS DISCUSSION

All comparisons are to the applicable period in the prior year unless otherwise specified.

# Reported Net Income (Loss) by Line of Business

				% change		
(\$ millions)	3Q03	2Q03	3Q02	2Q03	3Q02	
Retail	\$392	\$373	\$361	5%	9%	
Commercial Banking	361	249	179	45	NM	
Card Services	285	279	298	2	(4)	
Investment Management <sup>(1)</sup>	91	76	79	20	15	
Corporate <sup>(1)</sup>	(246)	(121)	(94)	NM	NM	
Total Corporation	\$883	\$856	\$823	3%	7%	

<sup>(1)</sup> For all periods presented, Corporate includes the discontinued corporate trust business transferred during the third quarter from the Investment Management group. See Corporate discussion for more details.

## **RETAIL**

Retail net income was \$392 million, up \$31 million, or 9%, from the prior year, and \$19 million, or 5%, from the prior quarter.

Total revenue increased \$92 million, or 6%, to \$1.6 billion. Net interest income was \$1.1 billion, up \$35 million, or 3%, primarily from growth in home equity loans and core deposits, partially offset by spread compression and lower time deposits.

Noninterest income was \$493 million, up \$57 million, or 13%, driven by higher mortgage-related revenue, deposit service charges, and investment sales. Partially offsetting these increases were the impact of the Visa debit card interchange rate settlement and the elimination of the teller service and online bill-pay fees.

Noninterest expense was \$839 million, up 3%, or \$23 million, primarily due to increased marketing spend and volume-based commissions, as well as branch expansion costs, partially offset by improved efficiencies in operating expenses. Even with continued investment in Retail, noninterest expenses were essentially flat over the prior quarter.

The provision for credit losses was \$139 million, up 22%, or \$25 million, driven primarily by continued growth in the loan portfolios. As a percentage of average loans, net charge-offs were 1.05%, up from 0.95%, primarily due to the sale of a small non-relationship portfolio.

The allowance for credit losses of \$683 million represented 1.29% of period-end loans. Nonperforming assets were \$690 million, down 9% from the prior year and 12% from the prior quarter, driven by a decrease in other real estate owned.

### **COMMERCIAL BANKING**

Commercial Banking net income increased \$182 million to \$361 million. Excluding the \$95 million after-tax reduction in the allowance for credit losses, net income was \$266 million, up

49% from \$179 million, driven by substantially improved credit quality and significant growth in capital markets. These improvements were partially offset by declining loan volumes and deposit margin compression.

Net interest income decreased 5% to \$576 million, reflecting a 13% reduction in average loan volume and compression in deposit spreads in the low interest rate environment. These decreases were partially offset by improvement in loan spreads, particularly in corporate banking. Loan balances continued to decline, reflecting decreased demand for financing. Despite declines in corporate banking loan balances, investment grade commitments increased in the current quarter. Middle market loan demand, however, lagged due to lower utilization and tightened credit standards.

Noninterest income was \$461 million, which included the \$51 million negative impact of the credit derivatives hedge portfolio and the offsetting positive impact of \$51 million from the sale of loans and securities primarily acquired in satisfaction of debt. Noninterest income of \$437 million in the prior year included a \$101 million positive impact from the credit derivatives hedge portfolio and a \$23 million loss on the sale of loans and securities acquired in satisfaction of debt. Excluding these items, the dramatic improvement year-over-year was \$102 million, or 28%, driven by strong capital markets results, including greater derivatives trading revenue and higher asset-backed, syndication and fixed income origination fees.

Continued expense management efforts held noninterest expense relatively flat at \$582 million despite increased expenses related to stock options and employee benefits.

Credit quality continued to improve, as indicated by a \$138 million, or 58%, decline in net charge-offs. Compared to the prior quarter, net charge-offs declined \$6 million, or 6%, as gross charge-offs in corporate banking improved and middle market recoveries were lower than in the prior quarter.

	Cor	rporate E	Banking	N	Middle Market					
(\$ millions)	3Q03	2Q03	3Q02	3Q03	2Q03	3Q02				
Net charge-offs	\$56	\$63	\$160	\$43	\$42	\$77				
Net charge-off ratio	0.81%	0.86%	2.03%	0.62%	0.58%	0.96%				
Nonperforming loans	\$526	\$705	\$1,010	\$861	\$988	\$1,030				

The reduced size of the loan portfolio and the continued improvement in credit quality led to a \$150 million reduction in the allowance for loan losses. Nonperforming loans declined 32% to \$1.4 billion, reflecting declines of 48% in corporate banking and 16% in middle market banking. Compared to the prior quarter, nonperforming loans decreased 25% in corporate banking and 13% in middle market banking.

## **CARD SERVICES**

# **Reported Basis**

Card Services net income was \$285 million, down 4% from the prior year, as continued margin

compression and the higher provision for credit losses offset the benefit of higher loan volume. Net income increased \$6 million, or 2%, from the prior quarter as margin improvements were partially offset by the higher provision for credit losses.

Total revenue increased 4% to \$1.3 billion. Net interest income increased 15% to \$414 million, reflecting higher owned loan balances, partially offset by modest margin compression. Average owned loan balances were \$16.4 billion, an increase of \$5.9 billion, or 56%, due to a lower percentage of seller's interest and accrued interest receivable to managed loans in the current period. End-of-period owned loans increased \$2.3 billion, or 19%, from the prior year. Noninterest income remained relatively flat at \$888 million, primarily driven by higher securitized and owned loans offset by lower margin earned on securitized loans.

Compared to the prior quarter, total revenue increased \$102 million, or 9%, as margin stabilized. Net interest income increased \$82 million, or 25%, reflecting higher owned loan balances and higher spread. Noninterest income increased 2%, primarily resulting from higher income earned on securitized loans partially offset by lower securitization activity and a modest gain from portfolio sales in the prior quarter.

Paymentech Inc., the Company's merchant card processor, reported an increase in total revenue of 18% to \$148 million, resulting from a 33% increase in total transactions and a 28% increase in bank card volume, driven primarily by the purchase of the Scotia Bank merchant acquirer business in the fourth quarter 2002.

Noninterest expense was \$593 million, a decline of 4%, due to reduced marketing expenses partially offset by higher Paymentech expenses. Marketing expenses increased, however, from the prior quarter, contributing to the 5% increase in noninterest expense over the prior quarter.

Provision for credit losses was \$246 million, an increase of \$98 million, or 66%, which included the \$35 million increase in the allowance for credit losses. The net charge-off ratio was 5.13%, up from 4.99%. In the prior quarter, provision for credit losses was \$182 million and the net charge-off ratio was 5.17%. The 30-day delinquency ratio increased to 3.82% from 2.74% in the prior year and 3.22% in the prior quarter.

The Company believes that it is more meaningful to discuss credit performance on a managed basis as the on-balance sheet portfolio has a greater percentage of new originations and, therefore, is less seasoned. See the Managed Basis section below for this information.

## **Managed Basis**

Card Services net income was \$285 million, down 4% from the prior year, as margin compression and the higher provision for credit losses offset the benefits of higher loan volume. Net income increased \$6 million, or 2%, from the prior quarter as margin improvements were partially offset by the higher provision for credit losses.

Total revenue increased 5% to \$2.1 billion. Net interest income increased 5% to \$1.6 billion, reflecting the effect of higher average loan balances, partially offset by modest margin compression. Average managed loans were \$74.3 billion, an increase of \$6.1 billion, or 9%. End-of-period loans increased \$5.1 billion, or 7%, from the prior year. Noninterest income

increased 5% to \$470 million, primarily resulting from the benefit of increased charge volume. Charge volume increased 8% to \$42.8 billion.

Compared to the prior quarter, total revenue increased 5% as margin improved by 40 basis points Net interest income increased 8%, primarily resulting from higher average loan balances and higher spread. Charge volume increased \$2.3 billion or 6%. Noninterest income decreased 2% as lower securitization activity and higher rewards expense offset the benefit of increased charge volume. In addition, the prior quarter included a gain from a portfolio sale.

Paymentech Inc., the Company's merchant card processor, reported an increase in total revenue of 18% to \$148 million, resulting from a 33% increase in total transactions and a 28% increase in bank card volume, driven primarily by the purchase of the Scotia Bank merchant acquirer business in the fourth quarter 2002.

Noninterest expense was \$593 million, a decline of 4%, due to reduced marketing expenses partially offset by higher Paymentech expenses. Marketing expenses increased, however, from the prior quarter, contributing to the 5% increase in noninterest expense over the prior quarter.

Provision for credit losses increased \$149 million, or 17%, to \$1.0 billion, primarily driven by higher managed loan balances, higher non-bankruptcy losses and a \$35 million increase in the allowance for credit losses. Credit ratios remained strong despite the increase in the managed net charge-off rate to 5.30% from the lower rate of 5.00% in the prior year. Compared to the prior quarter, provision for credit losses increased by \$68 million, or 7%, due in part to slightly lower recoveries and an increase in the allowance for credit losses. The net charge-off ratio in the prior quarter was 5.21%. The 30-day delinquency ratio, however, decreased to 3.98% from 4.05% in the prior year but increased from 3.95% in the prior quarter.

## INVESTMENT MANAGEMENT

Investment Management net income totaled \$91 million, an increase of \$12 million, or 15%, driven by the acquisition of Zurich Life, strong asset growth, and an improved market. Since Zurich closed on September 3, only one month of earnings is included.

Assets under management increased \$27 billion, or 18%, to \$175.5 billion. Money market, equity, and fixed income assets increased 3%, 19%, and 39%, respectively. A significant portion of the increase was driven by the institutional and external channels, which collectively increased \$24 billion, or 31%. The Zurich acquisition represented \$5.4 billion of the fixed income and institutional increases. One Group mutual fund assets increased \$9 billion, or 10%, to \$100.6 billion.

Net interest income increased \$26 million, or 29%, to \$115 million, primarily attributable to Zurich. Additionally, continued strong average deposit growth of \$2.3 billion, or 27%, tempered by compressed margins, contributed to the increase.

Noninterest income increased \$33 million, or 15%, to \$257 million, primarily driven by the acquisition of Zurich. In addition, positive overall net fund flows, improved market conditions, and a more favorable mix toward long-term assets under management contributed to the increase.

Noninterest expense increased \$40 million, or 22%, to \$224 million, due also to Zurich. Additionally, slightly higher compensation costs and higher legal costs contributed to the overall increase.

The provision for credit losses was \$4 million, an increase of \$2 million, reflecting the deterioration in the credit quality of certain large loans.

### **CORPORATE**

Corporate net loss totaled \$246 million, compared with a net loss of \$94 million. Corporate includes treasury activities, investment portfolios, other unallocated corporate expenses, the noncore portfolios, and the corporate trust business transferred from the Investment Management line of business and reflected as discontinued operations.

# **Corporate Excluding Non-core Portfolios and Discontinued Operations**

In addition to the earnings impact of the non-core portfolios and the discontinued operations, which are described below, Corporate net loss for the third quarter included the following pre-tax components:

•	Treasury net interest expense	\$(85)
•	Net gain on Corporate investment activity	37
•	Losses related to termination of debt	(162)
	Corporate unallocated expenses	(146)

Treasury net interest expense was \$85 million, an increase of \$124 million over the prior year and a increase of \$9 million from the prior quarter. In 2002, the Company extended liability duration and repositioned the treasury investment portfolio in order to position the balance sheet more defensively for rising interest rates.

Net securities gains were \$37 million, as a result of both net gains in principal investments and net losses in the treasury investment portfolio. The principal investment portfolio gains were primarily driven by the sale of Ability One. This compares to net securities losses in the prior year of \$17 million and net securities gains of \$154 million in the prior quarter.

The Company repaid certain floating rate debt and unwound related hedges leading to a \$162 million loss, which was recognized in other income.

Corporate expenses were \$146 million, compared to \$162 million in the prior year and \$154 million in the prior quarter.

### **Non-core Portfolios**

Net loss from the non-core portfolios was \$12 million as compared to a net loss of \$69 million in the prior quarter, including the impact of an increase in the allowance for loan losses of \$85 million.

Average loan balances were \$11.1 billion, down 37% over the prior year and 13% over the prior quarter, as the portfolios continued to liquidate at a steady pace. Net interest income was \$91 million, down \$53 million, primarily due to this liquidation.

Provision for credit losses was \$74 million, down \$10 million, reflecting the decrease in home equity net charge-offs. Excluding the \$85 million that was added to the allowance for credit losses in the prior quarter, provision increased \$3 million. The net charge-off ratio increased to 2.84% from 2.60% in the prior quarter.

# **Discontinued Operations**

As a result of the Company's announced agreement to sell its corporate trust business to JP Morgan Chase, the results of these operations have been transferred from the Investment Management Group to the Corporate line of business and reported as discontinued operations. The following table provides details of the impact of this business.

(\$ millions)	3Q03	2Q03	1Q03	4Q02	3Q02	2Q02	1Q02
Total Revenues	\$ 35	\$ 36	\$ 34	\$ 35	\$ 31	\$ 30	\$ 35
Total Expenses (excl. taxes)	21	22	23	19	16	17	18
Pre-tax Income	14	14	11	16	15	13	17
Net Income	9	9	7	10	10	8	11
Total Assets	92	341	116	84	119	71	95

# **Other Corporate Items**

Capital and leverage continued to be strong as identified below.

	3Q03	2Q03	3Q02
Tier 1 Capital	9.8%	9.7%	9.5%
Total Capital	13.5%	13.6%	13.0%
Leverage	8.4%	8.7%	9.0%

The Company repurchased more than 13 million shares of common stock at an average cost of \$38.86 per share. For the first nine months of 2003, purchases totaled more than 53 million shares at an average cost of \$37.05 per share. As of September 30, 2003, \$2.5 billion remained available under the \$3 billion program that was approved in July 2003.

In accordance with FIN 46, the Company had been prepared to consolidate the assets, liabilities, and earnings associated with its asset-backed conduit business as of July 1, 2003. As a result of FASB's recent delay in the implementation date of FIN 46, the Company did not consolidate these entities, but expects to adopt FIN 46 as of December 31, 2003. Refer to the attached Supplemental Disclosures regarding the expected impact to the Company of consolidating certain asset-backed conduits under FIN 46, as currently drafted.

Bank One Corporation (<a href="www.bankone.com">www.bankone.com</a>) is the nation's sixth-largest bank holding company, with assets of \$290 billion. Bank One currently has more than 51 million credit cards issued, nearly 7 million retail households, and over 20,000 middle market customers. It also manages \$175.5 billion of clients' investment assets.

### **Conference Call and Webcast Information**

An analyst meeting and conference call discussing the quarter's results will be held today, October 21, 2003 at 3:00 p.m. (Eastern). To participate, phone (800) 818-5264 (domestic) or (913) 981-4910 (international); confirmation code 156609.

The live audio webcast will be available through the Investor Relations section of Bank One's website at www.shareholder.com/one/medialist.cfm.

A playback of this conference call will be available after 6:00 p.m. (Eastern) today through October 31, 2003, by calling (888) 203-1112 (domestic) or (719) 457-0820 (international); confirmation code 156609.

### **Forward-looking Statements**

This discussion of financial results contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements are based upon management's current beliefs and expectations, and are subject to significant risks and uncertainties that may cause actual results to differ materially. Such risks and uncertainties are described in the Company's reports filed with the Securities and Exchange Commission, including the Company's Form 10-K for the year ended December 31, 2002.

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# SUPPLEMENTAL DISCLOSURES (Estimated and Unaudited)

# **Anticipated Effects of FIN 46**

• On October 9, 2003, the Financial Accounting Standards Board issued a one-quarter deferral of the implementation of Interpretation No. 46, *Consolidation of Variable Interest Entities* (FIN 46). Bank One had previously announced its intent to consolidate certain variable interest entities related to its asset-backed conduit business. As a result of the FASB's deferral, the Company expects to consolidate or restructure these entities in accordance with FIN 46 in the fourth quarter. During the third quarter, banking regulators issued interim regulations that provide risk-based capital relief for certain assets that would be consolidated under FIN 46. Assuming the Company had adopted FIN 46 as it is currently written and consolidated certain asset-backed conduit entities, the balance sheet and earnings impact would have been as follows.

	Incremental	Consolidat	ed Results
(\$ millions)	Consolidation Effect	Reported 3Q03	Proforma 3Q03
Total Assets	\$37,666	\$290,006	\$327,672
Total Revenue (FTE)	\$11	\$2,127	\$2,138
Noninterest Expense	\$7	\$2,421	\$2,428
Net Income	\$3	\$883	\$886
Tier 1 Capital	0%	9.8%	9.8%
Total Capital	0%	13.5%	13.5%
Leverage	(1.0)%	8.4%	7.4%



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### NOTES:

Refer to 2002 Annual Report for definitions and methodologies. The line of business information is provided for analytical purposes and is based on management information systems, assumptions and methodologies that are under continual review.

The following changes have been made in the Third Quarter 2003 Earnings Press Release:

- As a result of the expected sale of the corporate trust business, the business was transferred from Investment Management to the Corporate line of business and reported as discontinued operations. Certain ratios on a consolidated basis are based upon continuing operations.
- Certain deposits in Investment Management, previously categorized as time deposits, were reclassified as savings. Prior period amounts have been reclassified to conform to the current period presentation.
- Certain loans, previously classified as other personal loans, were reclassified into loan categories which are more reflective of management's view
  of the underlying loan characteristics. Prior period balances have been adjusted to conform to the current period presentation.



		2	003 (1)				2002	2 (1)		Change from							
	3	rd Qtr	2r	nd Qtr	19	st Qtr		4th Qtr	3	rd Qtr		2Q03			3Q02		
NET INCOME by LOB (\$ millions)										_		<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>	
Retail	\$	392	\$	373	\$	395	\$	355	\$	361	\$	19	5%	\$	31	9%	
Commercial Banking	¥	361	Ψ	249	Ψ	217	Ψ	148	Ψ	179	ų.	112	45	Ψ	182	N/M	
Card Services		285		279		248		321		298		6	2		(13)	(4)	
Investment Management		91		76		73		60		79		15	20		12	15	
Corporate		(255)		(130)		(122)		(52)		(104)		(125)	(96)		(151)	N/M	
Income from continuing operations	\$	874	\$		\$	811	\$	832	\$	813	\$	27	3	\$	61	8	
Discontinued Operations																	
Income from discontinued operations	\$	14	\$	14	\$	11	\$	16	\$	15	\$	-	-	\$	(1)	(7)	
Applicable income taxes		5		5		4		6		5			-			-	
Income from discontinued operations	\$	9	\$	9	\$	7	\$	10	\$	10	\$	-	-	\$	(1)	(10)	
Net Income	\$	883	\$	856	\$	818	\$	842	\$	823	\$	27	3	\$	60	7	
Retail		44.9%		44.0%		48.7%		42.7%		44.4%		0.9%			0.5%		
Commercial Banking		41.3		29.4		26.8		17.8		22.0		11.9			19.3		
Card Services		32.6		32.9		30.6		38.6		36.7		(0.3)			(4.1)		
Investment Management		10.4		9.0		9.0		7.2		9.7		1.4			0.7		
Corporate		(29.2)		(15.3)		(15.0)		(6.3)		(12.8)		(13.9)			(16.4)		
Income from continuing operations		100.0		100.0		100.0		100.0		100.0							
CAPITAL RATIOS																	
Tier 1 capital		9.8%		9.7%		10.0%		9.9%		9.5%		0.1%			0.3%		
Total capital		13.5		13.6		13.8		13.7		13.0		(0.1)			0.5		
Leverage		8.4		8.7		8.9		8.9		9.0		(0.3)			(0.6)		
COMMON STOCK DATA																	
Average shares outstanding (millions):																	
Basic shares Diluted shares		1,115 1,124		1,132 1,140		1,148 1,156		1,157 1,166		1,162 1,171		(17) (16)	(2)% (1)		(47) (47)	(4)% (4)	
Bada anniana ann abana		,		,		,		,		,		( - /	( )		( )	( )	
Basic earnings per share Income from continuing operations	\$	0.78	\$	0.75	\$	0.70	\$	0.72	\$	0.70	\$	0.03	4	\$	0.08	11	
Income from discontinued operations, net	Ψ	0.70	Ψ	0.73	Ψ	0.70	Ψ	0.72	Ψ	0.70	Ι Ψ	0.03	-	Ψ	0.00	- ''	
Net Income	\$	0.79	\$	0.76	\$	0.71	\$	0.73	\$	0.71	\$	0.03	4	\$	0.08	11	
Diluted earnings per share																	
Income from continuing operations	\$	0.78	\$	0.74	\$	0.70	\$	0.71	\$	0.69	\$	0.04	5	\$	0.09	13	
Income from discontinued operations, net	Ψ	0.01	Ψ	0.01	Ψ	0.01	Ψ	0.01	Ψ	0.03	ľ	0.04	-	Ψ	0.00	-	
Net Income	\$	0.79	\$	0.75	\$	0.71	\$	0.72	\$	0.70	\$	0.04	5	\$	0.09	13	
	•				•				•					•			
Cash dividends declared		0.25		0.21		0.21		0.21		0.21		0.04	19		0.04	19	
Book value per share		20.05		19.70		19.44		19.28		18.79	1	0.35	2		1.26	7	
Stock price, quarter-end		38.65		37.18		34.62		36.55		37.40		1.47	4		1.25	3	
Headcount		71,240		72,323		74,077		73,685		73,535		(1,083)	(1)		(2,295)	(3)	

(1) Prior period data has been adjusted for the transfer of corporate trust from the Investment Management to the Corporate line of business where it is now reported as discontinued operations.



			2003				20	02		Change from							
	3rd Qtr		2nd Qtr	1	1st Qtr		4th Qtr	,	3rd Qtr		2Q03			3Q02			
											<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>		
INCOME STATEMENT DATA (\$ millions)				_		_		_				201	_	(=0)	(0)0/		
Total revenue, net of interest expense	\$ 4,0	4 \$	4,072	\$	3,943	\$	4,197	\$	4,154	\$	12	0%	\$	(70)	(2)%		
Net interest income - fully taxable-equivalent ("FTE") basis (1)	2,1	7	2,009		2,021		2,180		2,226		118	6		(99)	(4)		
Noninterest income	1,9		2,102		1,959		2,053		1,966		(104)	(5)		32	2		
Total revenue, net of interest expense ("FTE")	4,1	25	4,111		3,980	_	4,233		4,192		14	-		(67)	(2)		
Provision for credit losses	4	6	461		496		628		587		(45)	(10)		(171)	(29)		
Noninterest expense	2,4	1	2,403		2,297		2,371		2,404		18	1		17	1		
Income from continuing operations	8	<b>'</b> 4	847		811		832		813		27	3		61	8		
Discontinued Operations																	
Income from discontinued operations		4	14		11		16		15		-	-		(1)	(7)		
Applicable income taxes		5	5		4		6		5		<u> </u>	-			-		
Income from discontinued operations		9	9		7		10		10		-	-		(1)	(10)		
Net Income	8	33	856		818	_	842		823		27	3		60	7		
Memo: Merger and restructuring-related charges (reversals)	-		-		-		-		-		-	-		-	-		
BALANCE SHEET ENDING BALANCES (\$ millions)																	
Loans	\$ 141,7		144,583	\$	144,747	\$	148,125	\$	150,389		(2,873)	(2)		(8,679)	(6)		
Assets	290,0		299,463		287,864		277,383		274,187		(9,457)	(3)		15,819	6		
Deposits	163,4		172,015		167,075		170,008		164,036		(8,604)	(5)		(625)	-		
Long-term debt (2)	44,2		46,070		44,950		43,234		42,481		(1,845)	(4)		1,744	4		
Common stockholders' equity	22,4		22,257		22,316		22,440		21,925		154	1		486	2		
Total stockholders' equity	22,4	1	22,257		22,316		22,440		21,925		154	1		486	2		
CREDIT QUALITY RATIOS																	
Net charge-offs to average loans	1.5		1.35%		1.35%		1.65%		1.55%		0.15%			(0.05)%			
Allowance to period end loans	3.3		3.35		3.31		3.20		3.17		(0.01)			0.17			
Nonperforming assets to related assets (3)	2.0	<b>i</b>	2.28		2.38		2.38		2.48		(0.22)			(0.42)			
FINANCIAL PERFORMANCE																	
Return on average assets	1.2		1.24%		1.22%		1.24%		1.24%		0.00%			0.00%			
Return on average common equity	15.		15.3		14.7		15.0		14.8		0.5			1.0			
Net interest margin	3.4		3.37		3.45		3.65		3.83		0.08			(0.38)			
Efficiency ratio	58.	,	58.5		57.7		56.0		57.3		0.2			1.4			

<sup>(1)</sup> Net interest income-FTE includes taxable equivalent adjustments of \$41 million, \$39 million, \$37 million, \$36 million and \$38 million for the quarters ended September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002, respectively.

<sup>(2)</sup> Includes trust preferred capital securities.

<sup>(3)</sup> Related assets consist of loans outstanding including loans held for sale, and other real estate owned.



			2003		20	002		Change from									
		3rd Qtr	2nd Qtr	1st Qtr	4th Qtr		3rd Qtr		2Q03				3Q02				
INCOME STATEMENT DATA (\$ millions)									<u>Amt</u>	<u>%</u>			<u>Amt</u>	<u>%</u>			
Total revenue, net of interest expense	\$	4,898	\$ 4,918	\$ 4,752	\$ 4,938	\$	4,875	\$	(20)		0%	\$	23	0%			
Net interest income - fully taxable-equivalent ("FTE") basis (1) ( 2)	\$	3,318	\$ 3,165	\$ 3,189	\$ 3,335	\$	3,390		153		5		(72)	(2)			
Noninterest income (2)		1,580	1,716	1,600	1,639		1,523		(136)		(8)		57	4			
Total revenue, net of interest expense ("FTE")		4,898	4,881	4,789	4,974		4,913		17		-		(15)	-			
Provision for credit losses		1,189	1,230	1,306	1,370		1,308		(41)		(3)		(119)	(9)			
Noninterest expense		2,421	2,403	2,297	2,371		2,404		18		1		17	1			
Income from continuing operations		874	847	811	832		813		27		3		61	8			
Discontinued Operations																	
Income from discontinued operations		14	14	11	16		15		-		-		(1)	(7)			
Applicable income taxes		5	5	4	6		5		-		-		-	-			
Income from discontinued operations		9	9	7	10		10		-		-		(1)	(10)			
Net Income	_	883	856	818	 842		823		27		3	-	60	7			
Memo: Credit card revenue		556	525	492	576		533		31		6		23	4			
Merger and restructuring-related charges (reversals)		-	-	-	-		-		-		-		-	-			
BALANCE SHEET ENDING BALANCES (\$ millions)																	
Loans	\$	201,758	\$ 204,829	\$ 205,208	\$ 210,540	\$	207,634	\$	(3,071)		(1)%	\$	(5,876)	(3)%			
Assets		326,769	335,295	323,169	311,271		307,044		(8,526)		(3)		19,725	6			
CREDIT QUALITY RATIOS																	
Net charge-offs to average loans		2.60%	2.47%	2.52%	2.62%		2.52%		0.13%				0.08%				
Total net charge-offs (\$ millions)		1,313	1,258	1,305	1,363		1,295		55		4		18	1			
FINANCIAL PERFORMANCE																	
Net interest margin		4.68%	4.61%	4.74%	4.89%		5.09%		0.07%				(0.41)%				
Efficiency ratio		49.4	49.2	48.0	47.7		48.9		0.2				0.5				
CAPITAL RATIO																	
Tangible common equity/tangible assets		6.1%	5.9%	6.2%	6.4%		6.4%		0.2%				(0.3)%				

The Corporation evaluates its Card Services line of business trends on a managed basis which assumes that securitized receivables are still on the balance sheet. The Corporation manages its Card Services operations on a managed basis because the receivables that are securitized are subject to underwriting standards comparable to the owned portfolio and are serviced by operating personnel without regard to ownership. The Corporation believes that investors should be informed, and often request information, about the credit performance of the entire managed portfolio in order to understand the quality of the Card Services originations and the related credit risks inherent in the owned portfolio and retained interests in securitizations. In addition, the Corporation funds its Card Services operations, reviews operating results and makes decisions about allocating resources, such as employees and capital on a managed basis. See "Loan Securitizations" on page 74 and Note 9, "Credit Card Securitizations," of the December 31, 2002 Form 10-K for additional information related to the Corporation's securitization activity.

- (1) Net interest income-FTE includes taxable equivalent adjustments of \$41 million, \$39 million, \$36 million and \$38 million for the quarters ended September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002, respectively.
- (2) On a reported basis, income earned on securitized loans is reported in credit card revenue and income earned on seller's interest is reported in net interest income.



			2003				200	02				Chang	ge fron	n	
	;	3rd Qtr	2nd Qtr		1st Qtr		4th Qtr	3	rd Qtr		2Q03			3Q02	
INCOME STATEMENT DATA (\$ millions)											<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Interest income	s	3,172	\$ 3,130	) \$	3,187	\$	3,435	\$	3,524	\$	42	1%	\$	(352)	(10)%
Interest expense	•	1,086	1,160		1,203	•	1,291	•	1,336	*	(74)	(6)	•	(250)	(19)
Total net interest income		2,086	1,970		1,984		2,144		2,188		116	6		(102)	(5)
		_,	.,	-	1,00		_,		_,					( - /	(-)
Banking fees and commissions		441	458		440		431		410		(17)	(4)		31	8
Credit card revenue		974	911	1	851		989		976		63	7		(2)	-
Service charges on deposits		433	413	3	383		399		409		20	5		24	6
Fiduciary and investment management fees		164	161	1	160		157		159		3	2		5	3
Investment securities gains (losses)		68	152	2	69		116		(29)		(84)	(55)		97	N/M
Trading		23	(76	3)	4		(10)		143		99	N/M		(120)	(84)
Other income (loss)		(105)	83	3	52		(29)		(102)		(188)	N/M		(3)	(3)
Total noninterest income		1,998	2,102	2	1,959		2,053		1,966		(104)	(5)		32	2
Total revenue, net of interest expense		4,084	4,072	2	3,943		4,197		4,154		12	-		(70)	(2)
Provision for credit losses		416	461	1	496		628		587		(45)	(10)		(171)	(29)
Salaries and employee benefits		1,193	1,213	3	1,173		1,127		1,121		(20)	(2)		72	6
Occupancy		175	166		164		158		158		9	5		17	11
Equipment		119	117		111		115		107		2	2		12	11
Outside service fees and processing		290	282		266		322		302		8	3		(12)	(4)
Marketing and development		253	215		226		241		292		38	18		(39)	(13)
Telecommunication		58	54		48		56		74		4	7		(16)	(22)
		34	32		32		31		32		2	6		(10)	6
Other intangible amortization		34 299													
Other expense		299	324	•	277		321		318	_	(25)	(8)		(19)	(6)
Total noninterest expense before merger			0.40		0.007		0.074		0.404		40	4		47	
and restructuring-related charges (reversals)		2,421	2,403	3	2,297		2,371		2,404		18	1		17	1
Merger and restructuring-related charges (reversals)		-		-			-								
Total noninterest expense		2,421	2,403	3	2,297		2,371		2,404		18	1		17	1
Income before income taxes		1,247	1,208	3	1,150		1,198		1,163		39	3		84	7
Applicable income taxes		373	36		339		366		350		12	3		23	7
Applicable meetic taxes		0.0			000		000		000			Ü			•
Income from continuing operations	\$	874	\$ 847	7 \$	811	\$	832	\$	813	\$	27	3%	\$	61	8
Discontinued Operations															
Income from discontinued operations	\$	14	\$ 14	1 \$	11	\$	16	\$	15	\$	-	0%	\$	(1)	(7)
Applicable income taxes	_	5		5	4		6		5	L		-			-
Income from discontinued operations	\$	9	\$ 9	9 \$	7	\$	10	\$	10	\$	-	0%	\$	(1)	(10)%
Net Income	\$	883	\$ 856	5 \$	818	\$	842	\$	823	\$	27	3%	\$	60	7%
Net income attributable to common			ф <u>2-</u>		040	•	242	•	000	•	07	20/	e	60	7%
stockholders' equity	<u>\$</u>	883	\$ 856	5 \$	818	\$	842	\$	823	\$	27	3%	Ф	60	1%



			2	003			20	02			Chang	e fron	n	
	31	rd Qtr	2nc	d Qtr	19	st Qtr	4th Qtr	3	rd Qtr	2Q03			3Q02	
										Amt	<u>%</u>		Amt	<u>%</u>
Basic earnings per share														
Income from continuing operations	\$	0.78	\$	0.75	\$	0.70	\$ 0.72	\$	0.70	\$ 0.03	4%	\$	0.08	11%
Income from discontinued operations, net		0.01		0.01		0.01	0.01		0.01	-	-		-	-
Net Income	\$	0.79	\$	0.76	\$	0.71	\$ 0.73	\$	0.71	\$ 0.03	4%	\$	0.08	11%
Diluted earnings per share														
Income from continuing operations	\$	0.78	\$	0.74	\$	0.70	\$ 0.71	\$	0.69	\$ 0.04	5%	\$	0.09	13%
Income from discontinued operations, net		0.01		0.01		0.01	0.01		0.01	-	-		-	-
Net Income	\$	0.79	\$	0.75	\$	0.71	\$ 0.72	\$	0.70	\$ 0.04	5%	\$	0.09	13%
Average shares outstanding (millions):														
Basic		1,115		1,132		1,148	1,157		1,162	(17)	(2)%		(47)	(4)%
Diluted		1,124		1,140		1,156	1,166		1,171	(16)	(1)		(47)	(4)



## Nine Months Ended

	<u> </u>	0000	2002		01	
		2003	2002	-	Change	<u>%</u>
INCOME STATEMENT DATA (\$ millions)					<u>Amt</u>	<u>70</u>
Interest income	<del></del> \$	9,489	\$ 10,452	\$	(963)	(9)%
Interest expense		3,449	4,041		(592)	(15)
Total net interest income		6,040	6,411		(371)	(6)
Banking fees and commissions		1,339	1,363		(24)	(2)
Credit card revenue		2,736	2,847		(111)	(4)
Service charges on deposits		1,229	1,178		51	4
Fiduciary and investment management fees		485	488		(3)	(1)
Investment securities gains (losses)		289	49		240	N/M
Trading		(49)	234		(283)	N/M
Other income (loss)		30	(32)		62	N/M
Total noninterest income		6,059	6,127		(68)	(1)
Total revenue, net of interest expense		12,099	12,538		(439)	(4)
Provision for credit losses		1,373	1,859		(486)	(26)
Salaries and employee benefits		3,579	3,297		282	9
Occupancy		505	485		20	4
Equipment		347	308		39	13
Outside service fees and processing		838	969		(131)	(14)
Marketing and development		694	828		(134)	(16)
Telecommunication		160	308		(148)	(48)
Other intangible amortization		98	94		4	4
Other expense		900	949		(49)	(5)
Total noninterest expense before merger						
and restructuring-related charges (reversals)		7,121	7,238		(117)	(2)
Merger and restructuring-related charges (reversals)		-	(63)		63	N/M
Total noninterest expense		7,121	7,175		(54)	(1)
Income before income taxes		3,605	3,504		101	3
Applicable income taxes		1,073	1,080		(7)	(1)
Income from continuing operations	\$	2,532	\$ 2,424	\$	108	4%
Discontinued Operations						
Income from discontinued operations	\$		\$ 45	\$	(6)	(13)%
Applicable income taxes		14	16		(2)	(13)
Income from discontinued operations	\$	25	\$ 29	\$	(4)	(14)%
Net Income	\$	2,557	\$ 2,453	\$	104	4%
Net income attributable to common					404	40/
stockholders' equity	\$	2,557	\$ 2,453	\$	104	4%
Basic earnings per share						
Income from continuing operations	\$	2.24	\$ 2.08	\$	0.16	8%
Income from discontinued operations, net		0.02	0.02		-	-
Net Income	\$	2.26	\$ 2.10	\$	0.16	8%

# Consolidated Statement of Income - YTD - Reported Basis



#### Nine Months Ended

		MILLE MICH	ilis Ellue	u	
	2003	2002		Change	•
Diluted earnings per share				<u>Amt</u>	<u>%</u>
Income from continuing operations	\$ 2.23	\$ 2.06		0.17	8
Income from discontinued operations, net	 0.02	0.02		<u>-</u>	-
Net Income	\$ 2.25	\$ 2.08	\$	0.17	8%
Average shares outstanding (millions):					
Basic	1,131	1,163		(32)	(3)%
Diluted	1,138	1,174		(36)	(3)



Not interest income   FTE   Reported data for the period   \$ 2,127 \$ 2,009 \$ 2,021 \$ 2,180 \$ 2, 2				2003			2002	
Net interest income - FTE   Reported data for the period   \$ 2,127 \$ 2,000 \$ 2,021 \$ 2,180 \$ 2,280 \$ 2,280 \$ 2,281 \$ 2,180 \$ 2,280 \$ 2,281 \$ 2,180 \$ 2,281 \$ 3,335 \$ 3,389 \$ 3,389 \$			3rd Qtr	2nd Qtr	1st Qtr		4th Qtr	3rd Qtr
Reported data for the period   \$ 2,127   \$ 2,009   \$ 2,021   \$ 2,180   \$ 2, 2   \$ 2, 2   \$ 2, 2   \$ 2, 2   \$ 3, 2   \$ 3, 2   \$ 3, 2   \$ 3, 2   \$ 3, 2   \$ 3, 3   \$	·	_						
Securitization adjustments		¢	2 127 0	2 000	¢ 2.02	ı ¢	2 190 ¢	2.226
Managed net interest income   3,318   3,165   3,189   3,335   3, 35	·	Ą			. ,		, ,	1,164
Reported data for the period   974   911   851   989   4413   4418   6366   6359   6413   6418   6418   6366   6356   652   6492   6576   6566   652   6492   6576   6576   6526   6492   6576   6576   6526   6492   6576   6576   6526   6492   6576   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6526   6492   6576   6492   649	•							3,390
Reported data for the period   974   911   861   989   985	Managed het interest income		3,310	3,103	3,10	,	3,333	3,390
Namaged credit card revenue   S56   S25   A492   S76								
Noninterest income:   Reported data for the period   1,998   2,102   1,959   2,053   1,156   1,580   1,716   1,600   1,639   1,176   1,170	· ·							976
Noninterest income: Reported data for the period   1,998   2,102   1,959   2,053   1,	Securitization adjustments		. ,	\ /			. ,	(443)
Reported data for the period   1,998   2,102   1,959   2,053   1,	Managed credit card revenue		556	525	492	2	576	533
Case	Noninterest income:							
Managed noninterest income         1,580         1,716         1,600         1,639         1,1           Total revenue, net of interest expense FTE:         Reported data for the period         4,125         4,111         3,980         4,233         4,242         4,212         4,212         4,214	Reported data for the period		1,998	2,102	1,959	9	2,053	1,966
Managed noninterest income         1,580         1,716         1,600         1,639         1,1           Total revenue, net of interest expense FTE:         Reported data for the period         4,125         4,111         3,980         4,233         4,24	Securitization adjustments		(418)	(386)	(35	9)	(414)	(443)
Reported data for the period Securitization adjustments         4,125 (million adjustments)         4,111 (million adjustments)         3,980 (million adjustments)         4,233 (million adjustments)         4,233 (million adjustments)         4,233 (million adjustments)         4,881 (million adjustments)         1,144,583 (million adjustments)         1,144,747 (million adjustments)         1,148,125 (million adjustments)         1,144,747 (million adjustments)         1,144,147 (million adjustments)         1,144,147 (million adjustments)         1,144,147 (million adjustments)         2,144,147 (million adjustment	Managed noninterest income			1,716			1,639	1,523
Reported data for the period Securitization adjustments         4,125 (A,88)         4,111 (A,88)         3,880 (A,23)         4,233 (A,88)         4,233 (A,88)         4,233 (A,88)         4,233 (A,88)         4,233 (A,88)         4,234 (A,88)         4,235 (A,88)         2,24 (A,88)         2,24 (A,88)         2,24 (A,88)         2,24 (A,88)         2,24	Total revenue, net of interest expense FTE:							
Provision for credit losses   Reported data for the period   Securitization adjustments   Securitizat	·		4 125	4 111	3 98	)	4 233	4,192
Managed total revenue, net of interest expense.         4,898         4,881         4,789         4,974         4,774           Provision for credit losses         Reported data for the period         416         461         496         628           Securitization adjustments         773         769         810         742           Managed provision for credit losses         1,189         1,230         1,306         1,370         1,307           EALANCE SHEET - ENDING BALANCES (in millions):           Loans:           Reported data for the period         \$ 141,710         \$ 144,583         \$ 144,747         \$ 148,125         \$ 150,683           Securitization adjustments         60,048         60,246         60,461         62,415         57,751           Managed loans         201,758         204,829         205,208         210,540         207,751           Total assets:           Reported data for the period         290,006         299,463         287,864         277,383         274,833         274,833         32,305         33,888         32,305         33,888         32,305         33,888         32,305         33,888         32,305         33,888         32,305         33,888         32,305         33,888	· ·		•		,		,	721
Reported data for the period   Securitization adjustments   Securitizati	•							4,913
Reported data for the period   Securitization adjustments   Securitizati	Provision for gradit lasses							
Securitization adjustments         773         769         810         742           Managed provision for credit losses         1,189         1,230         1,306         1,370         1,370           EALANCE SHEET - ENDING BALANCES (in millions):           Loans:           Reported data for the period         \$ 141,710         \$ 144,583         \$ 144,747         \$ 148,125         \$ 150, 62,415         57, 67, 67, 67, 67, 67, 67, 67, 67, 67, 6			446	461	40	2	620	587
Managed provision for credit losses	·							721
BALANCE SHEET - ENDING BALANCES (in millions):   Loans:   Reported data for the period   \$ 141,710   \$ 144,583   \$ 144,747   \$ 148,125   \$ 150,	•							1,308
Coans:   Reported data for the period   \$ 141,710   \$ 144,583   \$ 144,747   \$ 148,125   \$ 150, 570, 580   \$ 140,748   \$ 140,748   \$ 140,748   \$ 140,748   \$ 140,748   \$ 150,531   \$ 140,748   \$ 140,748   \$ 140,748   \$ 150,631   \$ 150,531   \$ 140,748   \$ 140,748   \$ 140,748   \$ 150,531   \$ 140,748   \$ 140,	Managed provision for credit losses		1,103	1,230	1,500	,	1,570	1,300
Reported data for the period Securitization adjustments         \$ 141,710         \$ 144,583         \$ 144,747         \$ 148,125         \$ 150,088         \$ 60,048         \$ 60,246         \$ 60,461         \$ 62,415         \$ 57,088         \$ 57,088         \$ 204,829         \$ 205,208         \$ 210,540         \$ 207,087         \$ 201,758         \$ 204,829         \$ 205,208         \$ 210,540         \$ 207,007         \$ 207,008         \$ 299,463         \$ 287,864         \$ 277,383         \$ 274,008         \$ 299,463         \$ 287,864         \$ 277,383         \$ 274,008         \$ 299,463         \$ 287,864         \$ 277,383         \$ 274,008         \$ 299,463         \$ 35,305         \$ 33,888         \$ 32,009         \$ 33,888         \$ 32,009         \$ 33,888         \$ 32,009         \$ 311,271         \$ 307,009         \$ 307,009         \$ 311,271         \$ 307,009         \$ 307,009         \$ 311,271         \$ 307,009		_						
Securitization adjustments         60,048         60,246         60,461         62,415         57, Managed loans           Total assets:           Reported data for the period         290,006         299,463         287,864         277,383         274, Securitization adjustments         36,763         35,832         35,305         33,888         32, Managed total assets         326,769         335,295         323,169         311,271         307, Managed total assets           BALANCE SHEET - AVERAGE BALANCES (in millions):           Investment Securities:           Reported data for the period         \$71,738         66,735         65,050         64,076         66, 66, 66, 66, 66, 66, 66, 66, 66, 66,			444 = 40 0	444.500			440.405 @	450.000
Managed loans         201,758         204,829         205,208         210,540         207,700           Total assets:           Reported data for the period         290,006         299,463         287,864         277,383         274,383         274,383         274,383         274,383         32,305         33,888         32,305         33,888         32,305         33,888         32,305         311,271         307,307         <	·	Þ		,				150,389
Total assets:  Reported data for the period 290,006 299,463 287,864 277,383 274, Securitization adjustments 36,763 35,832 35,305 33,888 32, Managed total assets 326,769 335,295 323,169 311,271 307,  BALANCE SHEET - AVERAGE BALANCES (in millions):  Investment Securities:  Reported data for the period \$71,738 \$66,735 \$65,050 \$64,076 \$66, Securitization adjustments (21,255) (22,722) (25,893) (24,138) (24, Managed investment securities  Loans:  Reported data for the period 50,483 44,013 39,157 39,938 42,  Loans:  Reported data for the period 144,162 144,635 146,419 150,531 148, Securitization adjustments 57,858 58,945 61,020 57,636 57,	•		,			_		57,245
Reported data for the period         290,006         299,463         287,864         277,383         274, 274, 274, 274, 274, 274, 274, 274,	Managed loans		201,756	204,629	205,200	•	210,540	207,034
Securitization adjustments Managed total assets         36,763         35,832         35,305         33,888         32,705           BALANCE SHEET - AVERAGE BALANCES (in millions):           Investment Securities:           Reported data for the period         \$ 71,738         66,735         65,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66, 56,050         \$ 64,076         \$ 66,050         \$ 66,050         \$ 64,076         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66,050         \$ 66								
Managed total assets         326,769         335,295         323,169         311,271         307,307           BALANCE SHEET - AVERAGE BALANCES (in millions):           Investment Securities:           Reported data for the period         \$ 71,738         66,735         65,050         64,076         66,65           Securitization adjustments         (21,255)         (22,722)         (25,893)         (24,138)         (24,138)           Managed investment securities         50,483         44,013         39,157         39,938         42,000           Loans:         Reported data for the period         144,162         144,635         146,419         150,531         148,000           Securitization adjustments         57,858         58,945         61,020         57,636         57,636	·		•		,		,	274,187
BALANCE SHEET - AVERAGE BALANCES(in millions):         Investment Securities:       Reported data for the period       \$ 71,738 \$ 66,735 \$ 65,050 \$ 64,076 \$ 66, 66, 66, 66, 66, 66, 66, 66, 66,	•						,	32,857
Investment Securities:   Reported data for the period   \$71,738 \$ 66,735 \$ 65,050 \$ 64,076 \$ 66,	Managed total assets		326,769	335,295	323,169	9	311,271	307,044
Reported data for the period Securitization adjustments         \$ 71,738 \$ 66,735 \$ 65,050 \$ 64,076 \$ 66, 66, 66, 66, 66, 66, 66, 66, 66,	BALANCE SHEET - AVERAGE BALANCES (in millions):							
Securitization adjustments         (21,255)         (22,722)         (25,893)         (24,138)         (24, 138) <td>Investment Securities:</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	Investment Securities:							
Managed investment securities       50,483       44,013       39,157       39,938       42,         Loans:       Reported data for the period       144,162       144,635       146,419       150,531       148,         Securitization adjustments       57,858       58,945       61,020       57,636       57,	Reported data for the period	\$	71,738 \$	66,735	\$ 65,050	\$	64,076 \$	66,732
Loans:       144,162       144,635       146,419       150,531       148, 58         Securitization adjustments       57,858       58,945       61,020       57,636       57, 57,636	Securitization adjustments		(21,255)	(22,722)	(25,89	3)	(24,138)	(24,236)
Reported data for the period         144,162         144,635         146,419         150,531         148,           Securitization adjustments         57,858         58,945         61,020         57,636         57,	Managed investment securities		50,483	44,013	39,15	7	39,938	42,496
Securitization adjustments         57,858         58,945         61,020         57,636         57,	Loans:							
Securitization adjustments         57,858         58,945         61,020         57,636         57,	Reported data for the period		144,162	144,635	146,419	9	150,531	148,152
Managed James 202 020 202 600 207 420 200 467 206			57,858	58,945	61,020	)	57,636	57,678
Managed loans <b>202,020</b> 203,360 207,439 206,167 205,	Managed loans		202,020	203,580	207,439	<del>_</del>	208,167	205,830



		2003		200	2
	3rd Qtr	2nd Qtr	1st Qtr	4th Qtr	3rd Qtr
Other assets:	<u>-</u>				
Reported data for the period	43,090	41,452	38,892	37,888	36,277
Securitization adjustments	(574)	(559)	(566)	(7)	-
Managed other assets	42,516	40,893	38,326	37,881	36,277
Total assets:					
Reported data for the period	283,209	276,273	271,889	270,262	262,538
Securitization adjustments	36,029	35,664	34,561	33,491	33,442
Managed total assets	319,238	311,937	306,450	303,753	295,980
Other short-term borrowings:					
Reported data for the period	11,216	13,413	12,433	12,270	9,802
Securitization adjustments	36,029	35,664	34,561	33,491	33,442
Managed other short-term borrowings	47,245	49,077	46,994	45,761	43,244
Total liabilities and equity:					
Reported data for the period	283,209	276,273	271,889	270,262	262,538
Securitization adjustments	36,029	35,664	34,561	33,491	33,442
Managed total liabilities and equity	319,238	311,937	306,450	303,753	295,980
CREDIT QUALITY (in millions):					
Net charge-offs					
Reported data for the period	\$ 540	\$ 489	\$ 495	\$ 622 \$	573
Securitization adjustments	773	769	810	741	722
Managed net charge-offs	1,313	1,258	1,305	1,363	1,295

The Corporation evaluates its Card Services line of business trends on a managed basis which assumes that securitized receivables have not been sold and are still on the balance sheet. The Corporation manages its Card Services operations on a managed basis because the receivables that are securitized are subject to underwriting standards comparable to the owned portfolio and are serviced by operating personnel without regard to ownership.

The Corporation believes that investors should be informed, and often request information, about the credit performance of the entire managed portfolio in order to understand the quality of the Card Services originations and the related credit risks inherent in the owned portfolio and retained interests in securitizations In addition, the Corporation funds its Card Services operations, reviews operating results and makes decisions about allocating resources, such as employees and capital, on a managed basis. See "Loan Securitizations" on page 74 and Note 9, "Credit Card Securitizations," of the December 31, 2002 Form 10-K for additional information related to the Corporation's securitization activity.



				2003				2002	2				Chang	je froi	m	
	3	rd Qtr	21	nd Qtr	1s	t Qtr		4th Qtr	3rd Qtr			2Q03			3Q02	
INCOME STATEMENT DATA (6 millions)											<u> </u>	<u>lmt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Net interest income - FTE (1)	s	1,102	¢	1,077	¢	1,122	\$	1,078 \$	3 1,0	67	\$	25	2%	\$	35	3%
Net interest income - FTE (1)	Ą	1,102	Φ	1,077	Φ	1,122	Φ	1,07ο φ	1,0	07	Ф	25	270	Φ	33	370
Banking fees and commissions		170		175		189		167	1	70		(5)	(3)		-	-
Credit card revenue		53		59		53		54		51		(6)	(10)		2	4
Service charges on deposits		242		225		204		223	2	13		17	8		29	14
Other income (loss)		28		2		13		2		2		26	N/M		26	N/M
Total noninterest income		493		461		459		446	4	36		32	7		57	13
Total revenue, net of interest expense		1,595		1,538		1,581		1,524	1,5	03		57	4		92	6
Provision for credit losses		139		108		116		132	1	14		31	29		25	22
Salaries and employee benefits		390		407		386		388	3	77		(17)	(4)		13	3
Other expense		449		435		457		443	4	39		14	3		10	2
Total noninterest expense before merger																
and restructuring-related charges (reversals)		839		842		843		831	8	16		(3)	-		23	3
Merger and restructuring-related charges (reversals)		-		-				-		-		-	-		<u> </u>	-
Total noninterest expense		839		842		843		831	8	16		(3)	-		23	3
Income before income taxes		617		588		622		561	5	73		29	5		44	8
Applicable income taxes		225		215		227		206	2	12		10	5		13	6
Net income	\$	392	\$	373	\$	395	\$	355 \$	3	61	\$	19	5%	\$	31	9%
FINANCIAL PERFORMANCE Return on average common equity		33%	ı	31%		34%		30%	3	0%		2%			3%	
Efficiency ratio		53		55		53		55	5	4		(2)			(1)	
Headcount		30,867		31,812		33,135		32,931	32,7	53		(945)	(3)		(1,886)	(6)
		00,001		01,012		00,100		02,001	02,7	55		(545)	(0)		(1,000)	(0)
ENDING BALANCES (\$ millions) (2)	s	40 400	•	10.050	œ	0.046	æ	0.004 Ф		00	•	70	40/	æ	222	20/
Small business commercial	Þ	10,122	Ф	10,050		9,946 21,688	\$	9,921 \$ 20,853			\$	72	1%	\$	223	2% 35
Home equity Vehicle		25,252 13,841		23,863 13,873		14,223		20,853 14,661	18,6 15,0			1,389 (32)	6		6,556 (1,160)	(8)
Other personal loans		6.199		5,919		6,378		6,869	7,1			280	- 5		(919)	(13)
Total loans (3)		55,414		53,705		52,235	_	52,304	50,7			1,709	3		4,700	9
Total loans (5)		33,414		55,705		52,255		32,304	30,7	14		1,709	3		4,700	9
Assets		58,080		56,900		55,739		56,007	54,1	74		1,180	2		3,906	7
Demand deposits		29,642		29,280		28,534		27,711	26,6			362	1		3,035	11
Savings		40,581		40,066		40,155		38,784	38,1			515	1		2,451	6
Core deposits		70,223		69,346		68,689		66,495	64,7			877	1		5,486	8
Time		18,616		19,486		20,617		21,777	23,0		ļ	(870)	(4)		(4,384)	(19)
Total deposits		88,839		88,832		89,306		88,272	87,7	37		7	-		1,102	1
Equity		4,774		4,774		4,774		4,774	4,7	74		-	-		-	-



			2003				200	)2				Chang	je froi	n	
		3rd Qtr	2nd Qtr	-	1st Qtr		4th Qtr	3rd C	Qtr		2Q03			3Q02	
AVERAGE BALANCES (\$ millions) (2)											<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Small business commercial	s	10,126	\$ 10,010	\$	9,955	\$	9,879	\$ 9	9,891	\$	116	1%	\$	235	2%
Home equity	•	24,499	22,807	Ψ.	21,199	•	19,987		7,872	Ť	1,692	7	Ψ.	6,627	37
Vehicle		13,962	13,989		14,436		14,865		1,574		(27)	_		(612)	(4)
Other personal loans		6,147	6,087		7,020		6,952		5,773		`60 <sup>´</sup>	1		(626)	(9)
Total loans		54,734	52,893		52,610		51,683		9,110		1,841	3		5,624	11
Assets		57,467	56,261		56,075		55,352	52	2,688		1,206	2		4,779	9
Demand deposits		29,632	28,809		27,597		27,076	26	3,085		823	3		3,547	14
Savings		40,354	40,107		39,575		38,538	38	3,095		247	1		2,259	6
Core deposits		69,986	68,916		67,172		65,614	64	4,180		1,070	2		5,806	9
Time		18,985	20,095		21,181		22,398	23	3,759		(1,110)	(6)		(4,774)	(20)
Total deposits		88,971	89,011		88,353		88,012	87	7,939		(40)	-		1,032	1
Equity		4,774	4,774		4,774		4,774	4	4,774		-	-		-	-
CREDIT QUALITY (\$ millions)															
Net charge-offs:															
Small business commercial	\$	14	\$ 16	\$	11	\$	27	\$	14	\$	(2)	(13)%	\$	-	0%
Home equity		47	27		26		15		24		20	74		23	96
Vehicle		56	46		47		69		53		10	22		3	6
Other personal loans		27	24		18		23		26		3	13		1	4
Total net charge-offs	<u> </u>	144	113		102		134		117		31	27		27	23
Net charge-off ratios:															
Small business commercial		0.55%	0.64%	ò	0.44%		1.09%	(	0.57%		(0.09)%			(0.02)%	
Home equity		0.77	0.47		0.49		0.30	(	0.54		0.30			0.23	
Vehicle		1.60	1.32		1.30		1.86	1	1.45		0.28			0.15	
Other personal loans		1.76	1.58		1.03		1.32	1	1.54		0.18			0.22	
Total net charge-offs		1.05	0.85		0.78		1.04	(	0.95		0.20			0.10	
Nonperforming assets:															
Commercial	\$	268	\$ 255	\$	254	\$	236	\$	273	\$	13	5%	\$	(5)	(2)%
Consumer	_	305	315		304		299		304	L	(10)	(3)		1	-
Total nonperforming loans (4)		573	570		558		535		577		3	1		(4)	(1)
Other, including other real estate owned ("OREO")		117	218		231	_	223		180	L	(101)	(46)		(63)	(35)
Total nonperforming assets		690	788		789		758		757		(98)	(12)		(67)	(9)
Allowance for credit losses (\$ millions)		683	688		693		679		681		(5)	(1)		2	-
Allowance to period end loans		1.29%	1.33%	ò	1.39%		1.37%	1	1.41%	1	(0.04)%			(0.12)%	
Allowance to nonperforming loans		120	121		125		128		119		(1)			1	
Nonperforming assets to related assets		1.24	1.46		1.50		1.44	1	1.49		(0.22)			(0.25)	



			2003		2	002		Cha	nge from		
	3	rd Qtr	2nd Qtr	1st Qtr	4th Qtr	3rd Qtr		2Q03		3Q0	2
							<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
DISTRIBUTION											
Number of:											
Banking centers		1,810	1,803	1,798	1,795	1,779		7 0%	b	31	2%
ATMs		4,350	4,093	4,009	3,960	4,122	25	6		228	6
Relationship bankers		3,139	2,823	2,893	2,839	2,591	31	6 11		548	21
On-line customers (thousands)		2,184	1,922	1,701	1,404	1,326	26	2 14		858	65
Personal demand accounts (thousands)		4,684	4,541	4,438	4,360	4,339	14	3 3		345	8
Business demand accounts (thousands)		508	501	496	492	491		7 1		17	3
Debit cards issued (thousands)		5,104	4,946	4,818	4,647	4,609	15	3 3		495	11
RETAIL BROKERAGE (\$ millions)											
Mutual fund sales	\$	671	\$ 774	\$ 577	\$ 501	\$ 575	\$ (10	(13)	<b>%</b> \$	96	17%
Annuity sales		895	759	766	751	752	13	6 18		143	19
Total investment sales volume		1,566	1,533	1,343	1,252	1,327	3	33 2		239	18
Market value customer assets - end of period (\$ billions)		31.9	30.5	28.6	27.9	26.7	1.	.4 5		5.2	19
Number of customers - end of period (thousands)		707	694	693	681	676	1	3 2		31	5
Number of dedicated investment sales representatives		902	874	870	845	828	2	28 3		74	9

- (1) Net interest income-FTE includes taxable equivalent adjustments of \$6 million, \$6 million, \$5 million and \$5 million for the quarters ended September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002 respectively.
- (2) Certain loans, previously classified as other personal loans, were reclassified into loan categories which are more reflective of management's view of the underlying loan characteristics. Prior period balances have been adjusted to conform to the current period presentation.
- (3) Includes loans held for sale of \$2,480 million, \$2,067 million, \$2,390 million, \$2,689 million and \$2,517 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002, respectively. These amounts are not included in allowance coverage statistics.
- (4) Includes loans held for sale of \$2 million, \$2 million, \$2 million, \$3 million and \$3 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002 respectively. These amounts are not included in allowance coverage statistics.



NCOME STATEMENT DATA (S millons)   S				20	003				200	)2				Chang	je froi	m	
No.		3	rd Qtr	2nd	Qtr	1st	Qtr	4	th Qtr	3rc	l Qtr		2Q03			3Q02	
Net Interest Income FTE (1)	INCOME STATEMENT DATA (\$ millions)											<u>A</u>	<u>mt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Protection for credit losses   186   185   176   189   188   1   1   1   (2)		<b>-</b> \$	576	\$	574	\$	569	\$	609	\$	605	\$	2	0%	\$	(29)	(5)%
Centar   C	Panking food and commissions		108		23/		101		206		175		(36)	(15)		23	13
Service charges on deposits   186   186   175   169   188   1   1   (2)	=												(30)	(13)			29
Note													1	1			(1)
Number   N													•			(2)	(1)
Total noninterest income (1968)													•			13	N/M
Merger and restructuring-related charges (reversals)   Security	<b>5</b> , ,						17				. ,						(79)
Total noninterest income   A61   376   417   382   437   85   23   24																, ,	86
Total revenue, net of interest expense	,		_ ' /						, ,		<u> </u>						5
Provision for credit losses (51) 10 128 202 237 (61) N/M (288)  Salaries and employee benefits 296 295 277 273 269 1 - 277  Other expense 286 305 290 333 315 (19) (6) (29)  Total noninterest expense before merger and restructuring-related charges (reversals) 582 600 567 606 584 (18) (3) (2)  Morger and restructuring-related charges (reversals) 582 600 567 606 584 (18) (3) (2)  Income before income taxes 506 340 291 183 221 166 49 285  Applicable income taxes 145 91 74 335 422 54 59 103  Net Income William Salariam Salar												-					5
Salaries and employee benefits   296   295   277   273   269   1   - 27   273   269   1   (6)   (29)   (6)   (29)   (70	lotal revenue, net of interest expense		1,037		950		986		991		1,042		01	9		(5)	-
Chiene expense   286   305   290   333   315   (19)   (6)   (29)	Provision for credit losses		(51)		10		128		202		237		(61)	N/M		(288)	N/M
Total noninterest expense before merger and restructuring-related charges (reversals)   582   600   567   606   584   (18)   (3)   (2)	Salaries and employee benefits		296		295		277		273		269		1	-		27	10
Merger and restructuring-related charges (reversals)	Other expense		286		305		290		333		315		(19)	(6)		(29)	(9)
Merger and restructuring-related charges (reversals)   Total noninterest expense   582   600   567   606   584   (18)   (3)   (2)	Total noninterest expense before merger															<u> </u>	
Netrope and restructuring-related charges (reversals)   1	and restructuring-related charges (reversals)		582		600		567		606		584		(18)	(3)		(2)	-
Income before income taxes	- · · · · · · · · · · · · · · · · · · ·		-		-		-		-		-		` _			-	-
Memo - Revenue by activity:   Lending-related revenue   \$ 454   \$ 435   \$ 426   \$ 390   \$ 506   \$ 50	Total noninterest expense		582		600		567		606		584		(18)	(3)		(2)	-
Memo - Revenue by activity:   Lending-related revenue   \$ 454   \$ 435   \$ 426   \$ 390   \$ 207   \$ 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8	Income before income taxes		506		340		291		183		221		166	49		285	N/M
Net Income         \$ 361 \$ 249 \$ 217         \$ 148 \$ 179         \$ 112         45%         \$ 182           Memo - Revenue by activity:           Lending-related revenue         \$ 454 \$ 434 \$ 430 \$ 446 \$ 390 \$ 20         5% \$ 64           Credit derivative hedge portfolio         (51) (143) (54) (59) 101 92         64 (152)           Global treasury services         405 395 390 390 426 10 3 (21)           Capital markets (2) Other         234 253 201 199 154 (19) (8) 80         80           Other         (5) 11 19 6 6 (29) (16) N/M 24         24           FINANCIAL PERFORMANCE           Return on average common equity         19% 13% 12% 8% 10% 6% (7)         6% 9%           Efficiency ratio         56 6 63 58 58 61 56 (7)         6% (7)         -           Efficiency ratio excluding credit derivative hedge portfolio         53 55 55 58 58 62 (2)         62 (2)         (9)           Headcount:           Corporate banking (including capital markets)         2,624 2,615 2,491 2,367 2,853 2,942 60         9 0% 318 (391)	Applicable income taxes		145				74				42						N/M
Lending-related revenue         \$ 454 \$ 434 \$ 430 \$ 430 \$ 446 \$ 390 \$ 20 5% \$ 64           Credit derivative hedge portfolio         (51) (143) (54) (59) 101 92 64 (152)           Global treasury services         405 395 390 399 426 10 3 (21)           Capital markets (2)         234 253 201 199 154 (19) (8) 80           Other         (5) 11 199 6 (29) (16) N/M 24           FINANCIAL PERFORMANCE         8 10% 6% (29) (16) N/M 24           Return on average common equity         19% 13% 12% 8% 10% 6% (7) 6% (7) - Efficiency ratio excluding credit derivative hedge portfolio         56 63 58 61 56 (7) - CEfficiency ratio excluding credit derivative hedge portfolio         53 55 55 58 62 (2) (2) (9)           Headcount:         Corporate banking (including capital markets)         2,624 2,615 2,491 2,677 2,853 2,942 60 2 (391)           Middle market banking         2,551 2,491 2,677 2,853 2,942 60 2 (391)	••	\$	361	\$		\$		\$		\$		\$			\$		N/M
Lending-related revenue         \$ 454 \$ 434 \$ 430 \$ 430 \$ 446 \$ 390 \$ 20 5% \$ 64           Credit derivative hedge portfolio         (51) (143) (54) (59) 101 92 64 (152)           Global treasury services         405 395 390 399 426 10 3 (21)           Capital markets (2)         234 253 201 199 154 (19) (8) 80           Other         (5) 11 199 6 (29) (16) N/M 24           FINANCIAL PERFORMANCE         8 10% 6% (29) (16) N/M 24           Return on average common equity         19% 13% 12% 8% 10% 6% (7) 6% (7) - Efficiency ratio excluding credit derivative hedge portfolio         56 63 58 61 56 (7) - CEfficiency ratio excluding credit derivative hedge portfolio         53 55 55 58 62 (2) (2) (9)           Headcount:         Corporate banking (including capital markets)         2,624 2,615 2,491 2,677 2,853 2,942 60 2 (391)           Middle market banking         2,551 2,491 2,677 2,853 2,942 60 2 (391)																	
Credit derivative hedge portfolio         (51)         (143)         (54)         (59)         101         92         64         (152)           Global treasury services         405         395         390         399         426         10         3         (21)           Capital markets (2)         234         253         201         199         154         (19)         (8)         80           Other         (5)         11         19         6         (29)         (16)         N/M         24           FINANCIAL PERFORMANCE           Return on average common equity         19%         13%         12%         8%         10%         6%         9%           Efficiency ratio         56         63         58         61         56         (7)         -           Efficiency ratio excluding credit derivative hedge portfolio         53         55         55         58         62         (2)         (9)           Headcount:           Corporate banking (including capital markets)         2,624         2,615         2,491         2,359         2,306         9         0%         318           Middle market banking         2,551         2,491         2,677 </td <td></td>																	
Global treasury services	<u> </u>	\$		\$		\$		\$		\$		\$			\$		16%
Capital markets (2)         234         253         201         199         154         (19)         (8)         80           Other         (5)         11         19         6         (29)         (16)         N/M         24           FINANCIAL PERFORMANCE           Return on average common equity         19%         13%         12%         8%         10%         6%         9%           Efficiency ratio         56         63         58         61         56         (7)         -           Efficiency ratio excluding credit derivative hedge portfolio         53         55         55         58         62         (2)         (9)           Headcount:           Corporate banking (including capital markets)         2,624         2,615         2,491         2,359         2,306         9         0%         318           Middle market banking         2,551         2,491         2,677         2,853         2,942         60         2         (391)	Credit derivative hedge portfolio		(51)		(143)		(54)		(59)		101		92	64		(152)	N/M
Other         (5)         11         19         6         (29)         (16)         N/M         24           FINANCIAL PERFORMANCE           Return on average common equity         19%         13%         12%         8%         10%         6%         9%           Efficiency ratio         56         63         58         61         56         (7)         -           Efficiency ratio excluding credit derivative hedge portfolio         53         55         55         58         62         (2)         (9)           Headcount:           Corporate banking (including capital markets)         2,624         2,615         2,491         2,359         2,306         9         0%         318           Middle market banking         2,551         2,491         2,677         2,853         2,942         60         2         (391)	Global treasury services		405		395		390		399		426		10	3		(21)	(5)
FINANCIAL PERFORMANCE	Capital markets (2)		234		253		201		199		154		(19)	(8)		80	52
Return on average common equity         19%         13%         12%         8%         10%         6%         9%           Efficiency ratio         56         63         58         61         56         (7)         -           Efficiency ratio excluding credit derivative hedge portfolio         53         55         55         58         62         (2)         (9)           Headcount:           Corporate banking (including capital markets)         2,624         2,615         2,491         2,359         2,306         9         0%         318           Middle market banking         2,551         2,491         2,677         2,853         2,942         60         2         (391)	Other		(5)		11		19		6		(29)		(16)	N/M		24	83
Efficiency ratio	FINANCIAL PERFORMANCE																
Efficiency ratio excluding credit derivative hedge portfolio       53       55       55       58       62       (2)       (9)         Headcount:         Corporate banking (including capital markets)       2,624       2,615       2,491       2,359       2,306       9       0%       318         Middle market banking       2,551       2,491       2,677       2,853       2,942       60       2       (391)	Return on average common equity		19%		13%		12%		8%		10%		6%			9%	
Headcount:         2,624         2,624         2,615         2,491         2,359         2,306         9         0%         318           Middle market banking         2,551         2,491         2,677         2,853         2,942         60         2         (391)	Efficiency ratio		56		63		58		61		56		(7)			-	
Corporate banking (including capital markets)         2,624         2,615         2,491         2,359         2,306         9         0%         318           Middle market banking         2,551         2,491         2,677         2,853         2,942         60         2         (391)	Efficiency ratio excluding credit derivative hedge portfolio		53		55		55		58		62					(9)	
Middle market banking <b>2,551</b> 2,491 2,677 2,853 2,942 60 2 (391)	Headcount:																
Middle market banking <b>2,551</b> 2,491 2,677 2,853 2,942 60 2 (391)	Corporate banking (including capital markets)		2,624		2,615		2,491		2,359		2,306		9	0%		318	14%
			-		,												(13)
	<u> </u>		•		,				,					_		, ,	(5)
Operations, technology and other administration 1,930 2,048 2,023 1,988 1,967 (118) (6) (37)			-											(6)		, ,	(2)
Total headcount 10,339 10,393 10,394 10,542 10,618 (54) (1) (279)													<u> </u>				(3)



				2003		20	02				Chang	e fro	m	
		3rd Qtr	21	nd Qtr	1st Qtr	th Qtr	3	3rd Qtr		2Q03			3Q02	
										<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
ENDING BALANCES (\$ millions)														
Loans (3)	\$	54,493	\$	57,775	\$ 59,457	\$ 61,895	\$	62,991	\$	(3,282)	(6)%	\$	(8,498)	(13)%
Assets		102,410		108,226	96,600	93,658		95,649		(5,816)	(5)		6,761	7
Demand deposits		27,287		30,324	27,668	25,462		24,514		(3,037)	(10)		2,773	11
Savings (4)		11,269		9,332	9,670	9,614		7,981		1,937	21		3,288	41
Time (4)		1,024		9,110	7,390	11,373		9,678		(8,086)	(89)		(8,654)	(89)
Foreign offices		11,619		10,838	9,221	10,192		9,400		781	7		2,219	24
Total deposits		51,199		59,604	53,949	56,641		51,573		(8,405)	(14)		(374)	(1)
Equity		7,409		7,409	7,409	7,409		7,365		-	-		44	1
AVERAGE BALANCES (\$ millions)														
Loans	<u> </u>	55,090	\$	58,046	\$ 59,956	\$ 62,201	\$	63,684	\$	(2,956)	(5)%	\$	(8,594)	(13)%
Assets		100,545		98,325	93,028	93,298		92,709		2,220	2		7,836	8
Demand deposits		25,929		24,402	22,579	22,830		21,728		1,527	6		4,201	19
Savings (4)		10,983		10,005	9,311	9,310		7,636		978	10		3,347	44
Time (4)		2,968		3,529	8,062	9,547		8,787		(561)	(16)		(5,819)	(66)
Foreign offices		10,413		10,443	9,006	8,989		8,932		(30)	-		1,481	17
Total deposits		50,293		48,379	48,958	50,676		47,083		1,914	4		3,210	7
Equity		7,409		7,409	7,409	7,409		7,365		-	-		44	1
CREDIT QUALITY (\$ millions)														
Net charge-offs	\$	99	\$	105	\$ 128	\$ 202	\$	237	\$	(6)	(6)%	\$	(138)	(58)%
Net charge-off ratio		0.72%		0.72%	0.85%	1.30%		1.49%		0.00%			(0.77)%	
Nonperforming assets:														
Nonperforming loans (5)	\$	1,387	\$	1,693	\$ 1,761	\$ 1,874	\$	2,040	\$	(306)	(18)%	\$	(653)	(32)%
Other, including other real estate owned ("OREO")		40		22	19	 21		27		18	82		13	48
Total nonperforming assets		1,427		1,715	1,780	 1,895		2,067		(288)	(17)		(640)	(31)
Allowance for credit losses		2,826		2,976	3,071	3,071		3,071	1	(150)	(5)		(245)	(8)
Allowance to period end loans		5.23%		5.18%	5.18%	4.98%		4.89%		0.05%			0.34%	
Allowance to nonperforming loans		204		176	176	166		157		28			47	
Nonperforming assets to related assets		2.62		2.97	2.99	3.06		3.28		(0.35)			(0.66)	
CORPORATE BANKING (\$ millions)														
Ending balances:									1					
Loans	\$	27,375	\$	29,319	\$ 29,896	\$ 31,559	\$	31,152	\$	(1,944)	(7)%	\$	(3,777)	(12)%
Deposits		24,414		32,730	29,824	31,998		28,803	1	(8,316)	(25)		(4,389)	(15)
Average balances:														
Loans		27,544		29,222	30,405	31,508		31,600	1	(1,678)	(6)		(4,056)	(13)
Deposits		25,221		24,251	26,791	28,023		25,871		970	4		(650)	(3)



				2003			200	)2			Chang	e fro	m	
	;	3rd Qtr	2	nd Qtr	1	1st Qtr	4th Qtr	3	3rd Qtr	2Q03			3Q02	
										<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Credit Quality:														
Net charge-offs (\$ millions)	\$	56	\$	63	\$	81	\$ 148	\$	160	\$ (7)	(11)%	\$	(104)	(65)%
Net charge-off ratio		0.81%		0.86%		1.07%	1.88%		2.03%	(0.05)%			(1.22)%	
Nonperforming loans (\$ millions)	\$	526	\$	705	\$	814	\$ 873	\$	1,010	\$ (179)	(25)%	\$	(484)	(48)%
Nonperforming loans to total loans		1.92%		2.40%		2.72%	2.76%		3.24%	(0.48)%			(1.32)%	
Syndications - Lead arranger deals:														
Volume (\$ billions)	\$	15.3	\$	15.9	\$	14.8	\$ 13.5	\$	11.3	\$ (0.6)	(4)%	\$	4.0	35%
Number of transactions		76		95		46	78		63	(19)	(20)		13	21
League table standing - rank		4		4		4	4		4	-			-	
League table standing - market share		7%		6%		9%	7%		6%	1%			1%	
MIDDLE MARKET BANKING (\$ millions)														
Ending balances:														
Loans	\$	27,118	\$	28,456	\$	29,561	\$ 30,336	\$	31,839	\$ (1,338)	(5)%	\$	(4,721)	(15)%
Deposits		26,785		26,874		24,125	24,643		22,770	(89)	-		4,015	18
Average balances:														
Loans		27,546		28,824		29,551	30,693		32,084	(1,278)	(4)		(4,538)	(14)
Deposits		25,072		24,128		22,167	22,653		21,212	944	4		3,860	18
Credit Quality:														
Net charge-offs (\$ millions)	\$	43	\$	42	\$	47	\$ 54	\$	77	\$ 1	2%	\$	(34)	(44)%
Net charge-off ratio		0.62%		0.58%		0.64%	0.70%		0.96%	0.04%			(0.34)%	
Nonperforming loans (\$ millions)	\$	861	\$	988	\$	947	\$ 1,001	\$	1,030	\$ (127)	(13)%	\$	(169)	(16)%
Nonperforming loans to total loans		3.18%		3.47%		3.20%	3.30%		3.24%	(0.29)%			(0.06)%	

<sup>(1)</sup> Net interest income-FTE includes taxable equivalent adjustments of \$28 million, \$25 million, \$23 million and \$23 million for the quarters ended September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002, and September 30, 2002, respectively.

<sup>(2)</sup> Capital markets includes trading revenues and underwriting, syndicated lending and advisory fees.

<sup>(3)</sup> Includes loans held for sale of \$471 million, \$327 million, \$226 million, \$235 million, and \$230 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002, and September 30, 2002, respectively. These amounts are not included in allowance coverage statistics.

<sup>(4)</sup> Prior period amounts have been reclassified to conform to the current period presentation.

<sup>(5)</sup> Includes loans held for sale of \$3 million, \$6 million, \$17 million, \$19 million, and \$90 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002, and September 30, 2002, respectively. These amounts are not included in allowance coverage statistics.



	2003				20	02				Chang	ge from					
	;	3rd Qtr	2n	d Qtr	1	st Qtr		4th Qtr	3	rd Qtr		2Q03			3Q02	
INCOME STATEMENT DATA (\$ millions)												<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Net interest income - FTE	\$	414	\$	332	\$	309	\$	393	\$	359	\$	82	25%	\$	55	15%
Banking fees and commissions		5		9		11		11		13		(4)	(44)		(8)	(62)
Credit card revenue		895		825		774		913		903		70	8		(8)	(1)
Other income (loss)		(12)		34		(4)		(19)		(24)		(46)	N/M		12	50
Total noninterest income		888		868		781		905		892		20	2		(4)	-
Total revenue, net of interest expense	' <u>-</u>	1,302		1,200		1,090		1,298		1,251		102	9		51	4
Provision for credit losses		246		182		161		168		148		64	35		98	66
Salaries and employee benefits		157		156		153		150		151		1	1		6	4
Other expense		436		408		374		455		464		28	7		(28)	(6)
Total noninterest expense before merger	<u></u>					<u> </u>										
and restructuring-related charges (reversals)		593		564		527		605		615		29	5		(22)	(4)
Merger and restructuring-related charges (reversals)		-		-		-		-		-			-			-
Total noninterest expense		593		564		527		605		615		29	5		(22)	(4)
Income before income taxes		463		454		402		525		488		9	2		(25)	(5)
Applicable income taxes		178		175		154		204		190		3	2		(12)	(6)
Net income	\$	285	\$	279	\$	248	\$	321	\$	298	\$	6	2	\$	(13)	(4)
Memo: Net securitization gains (amortization)	\$	(13)	\$	17	\$	1	\$	5	\$	(11)	\$	(30)	N/M	\$	(2)	(18)%
FINANCIAL PERFORMANCE (2)																
Return on average common equity		18%		18%		16%		20%		18%		0%			0%	
Efficiency ratio		46		47		48		47		49		(1)			(3)	
Headcount		10,366		10,751		10,778		10,548		10,508		(385)	(4)		(142)	(1)
ENDING BALANCES (\$ millions)																
Owned loans:																
Held in portfolio	\$	6,449	\$	6,308	\$	7,147	\$	7,592	\$	6,751	\$	141	2%	\$	(302)	(4)%
Held for sale (3)		7,729		7,782		5,240		3,989		5,173		(53)	(1)		2,556	49
Total owned loans		14,178		14,090		12,387		11,581		11,924		88	1		2,254	19
Seller's interest and accrued interest receivable		23,285		24,414		25,156		28,526		24,387	<u> </u>	(1,129)	(5)		(1,102)	(5)
Total receivables		37,463		38,504		37,543		40,107		36,311		(1,041)	(3)		1,152	3
Assets		42,768		43,597		42,814		45,391		40,567		(829)	(2)		2,201	5
				6,361							1					



				2003				20	02				Chang	je fro	m	
		3rd Qtr	2	nd Qtr		1st Qtr		4th Qtr	;	3rd Qtr		2Q03			3Q02	
AVERAGE BALANCES (\$ millions)												<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Owned loans:																
Held in portfolio	\$	6,440	\$	7,085	\$	7,791	\$	7,690	\$	5,883	\$	(645)	(9)%	\$	557	9%
Held for sale (3)	•	10,001	•	7,005	•	4,573	•	5,635	•	4,640	1	2,996	43	•	5,361	N/M
Total owned loans		16,441		14,090		12,364	_	13,325		10,523		2,351	17		5,918	56
Seller's interest and accrued interest receivable		21,829		23,281		26,459		24,145		24,236		(1,452)	(6)		(2,407)	(10)
Total receivables		38,270		37,371		38,823		37,470		34,759		899	2		3,511	10
Assets		43,105		42,886		44,191		42,290		38,804		219	1		4,301	11
Equity		6,361		6,361		6,361		6,361		6,361		-	-		-	-
CREDIT QUALITY (\$ millions)																
Net charge-offs	\$	211	\$	182	\$	161	\$	168	\$	131	\$	29	16%	\$	80	61%
Net charge-off ratio		5.13%		5.17%		5.24%		5.05%		4.99%		(0.04)%			0.14%	
Delinquency ratios:																
30+ days		3.82		3.22		2.81		2.95		2.74		0.60			1.08	
90+ days		1.78		1.49		1.30		1.38		1.11		0.29			0.67	
Allowance for credit losses	\$	431	\$	396	\$	396	\$	396	\$	396	\$	35	9	\$	35	9
Allowance to period end loans held in portfolio		6.68%		6.28%		5.58%		5.22%		5.87%		0.40%			0.81%	
OTHER DATA																
Charge volume (\$ billions)	\$	42.8	\$	40.5	\$	38.3	\$	43.5	\$	39.5	\$	2.3	6%	\$	3.3	8%
Net accounts opened (thousands) (4)		895		1,823		975		1,298		2,005		(928)	(51)		(1,110)	(55)
Credit cards issued (thousands)		51,500		52,073		50,978		50,351		48,952		(573)	(1)		2,548	5
Number of CardServices.com customers (millions)		4.7		4.2		3.8		3.4		3.0		0.5	12		1.7	57
Paymentech (millions):																
Bank card volume	\$	39,271	\$	37,258	\$	34,444	\$	35,979	\$	30,711	\$	2,013	5%	\$	8,560	28%
Total transactions		1,417		1,342		1,218		1,189		1,063		75	6		354	33

- (1) On a reported basis income earned on securitized loans is reported in credit card revenue and income earned on seller's interest is reported in net interest income.
- (2) See Card Services line of business results on a managed basis in the financial supplement for financial performance ratios on a managed basis.
- (3) These amounts are not included in allowance coverage statistics.
- (4) Net accounts opened includes originations, purchases and sales.



	2003					20	02				om	ı			
	3	rd Qtr	2nd	Qtr	1s	t Qtr	4th Qtr	3	3rd Qtr		2Q03			3Q02	
INCOME STATEMENT DATA (\$ millions)											<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Net interest income - FTE	\$	1,605	\$	1,488	\$	1,477	\$ 1,548	\$	1,524	\$	117	8%	\$	81	5%
Banking fees and commissions		5		9		11	11		13		(4)	(44)		(8)	(62)
Credit card revenue		477		438		416	500		460		39	9		17	4
Other income (loss)		(12)		34		(4)	(19)		(24)		(46)	N/M		12	50
Total noninterest income		470		481		423	492		449		(11)	(2)		21	5
Total revenue, net of interest expense		2,075		1,969		1,900	2,040		1,973		106	5		102	5
Provision for credit losses		1,019		951		971	910		870		68	7		149	17
Salaries and employee benefits		157		156		153	150		151		1	1		6	4
Other expense		436		408		374	455		464		28	7		(28)	(6)
Total noninterest expense before merger															
and restructuring-related charges (reversals)		593		564		527	605		615		29	5		(22)	(4)
Merger and restructuring-related charges (reversals)		-		-		-	-		-			-		<u>-</u>	-
Total noninterest expense		593		564		527	605		615		29	5		(22)	(4)
Income before income taxes		463		454		402	525		488		9	2		(25)	(5)
Applicable income taxes		178		175		154	204		190		3	2		(12)	(6)
Net income	\$	285	\$	279	\$	248	\$ 321	\$	298	\$	6	2	\$	(13)	(4)
Memo: Net securitization gains (amortization)	\$	(13)	\$	17	\$	1	\$ 5	\$	(11)	\$	(30)	N/M	\$	(2)	(18)%
FINANCIAL PERFORMANCE															
Percentage of average outstandings:															
Net interest income - FTE		8.57%		8.17%		8.16%	8.65%		8.87%		0.40%			(0.30)%	
Provision for credit losses		5.44		5.22		5.37	5.08		5.06		0.22			0.38	
Noninterest income		2.51		2.64		2.34	2.75		2.61		(0.13)			(0.10)	
Risk adjusted margin		5.64		5.59		5.13	6.32		6.42		0.05			(0.78)	
Noninterest expense		3.17		3.10		2.91	3.39		3.58		0.07			(0.41)	
Pretax income - FTE		2.47		2.49		2.22	2.93		2.84		(0.02)			(0.37)	
Net income		1.52		1.53		1.37	1.79		1.73		(0.01)			(0.21)	
Return on average common equity		18%		18%		16%	20%		18%		-			-	
Efficiency ratio		29		29		28	30		31		-			(2)	
Headcount		10,366	1	0,751		10,778	10,548		10,508		(385)	(4)		(142)	(1)
ENDING BALANCES (\$ millions)															
Held in portfolio	\$	6,449		6,308	\$	7,147	\$ 7,592	\$	6,751	\$	141	2%	\$	(302)	(4)%
Held for sale (2)		7,729		7,782		5,240	3,989		5,173	1	(53)	(1)		2,556	49
Securitized		36,763		5,832		35,305	33,889		32,858		931	3		3,905	12
Seller's interest and accrued interest receivable		23,285		4,414		25,156	 28,526		24,387		(1,129)	(5)	_	(1,102)	(5)
Total loans		74,226	7	4,336		72,848	73,996		69,169		(110)	-		5,057	7
Assets		79,531	7	9,429		78,119	79,280		73,425		102	-		6,106	8
Equity		6,361		6,361		6,361	6,361		6,361		-	-		-	-



	2003				20	002			Chang	e froi	m		
	3	3rd Qtr	2	nd Qtr	1st Qtr	4th Qtr	;	3rd Qtr	2Q03			3Q02	
									<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
AVERAGE BALANCES (\$ millions)													
Held in portfolio	\$	6,440	\$	7,085	\$ 7,791	\$ 7,690	\$	5,883	\$ (645)	(9)%	\$	557	9%
Held for sale (2)		10,001		7,005	4,573	5,635		4,640	2,996	43		5,361	N/M
Securitized		36,029		35,664	34,561	33,491		33,442	365	1		2,587	8
Seller's interest and accrued interest receivable		21,829		23,281	26,459	 24,145		24,236	(1,452)	(6)		(2,407)	(10)
Total managed loans		74,299		73,035	73,384	70,961		68,201	1,264	2		6,098	9
Assets		79,134		78,550	78,752	75,781		72,246	584	1		6,888	10
Equity		6,361		6,361	6,361	6,361		6,361	-	-		-	-
CREDIT QUALITY (\$ millions)													
Net charge-offs	\$	984	\$	951	\$ 971	\$ 910	\$	853	\$ 33	3%	\$	131	15%
Net charge-off ratio		5.30%		5.21%	5.29%	5.13%		5.00%	0.09%			0.30%	
12 month lagged		5.77		5.77	5.86	5.47		5.12	-			0.65	
Delinquency ratios:													
30+ days		3.98		3.95	4.08	4.02		4.05	0.03			(0.07)	
90+ days		1.85		1.85	1.88	1.80		1.68	-			0.17	
Allowance for credit losses	\$	431	\$	396	\$ 396	\$ 396	\$	396	\$ 35	9	\$	35	9
Allowance to period end loans held in portfolio		6.68%		6.28%	5.58%	5.22%		5.87%	0.40%			0.81%	
OTHER DATA													
Charge volume (\$ billions)	\$	42.8	\$	40.5	\$ 38.3	\$ 43.5	\$	39.5	\$ 2.3	6%	\$	3.3	8%
Net accounts opened (thousands) (3)		895		1,823	975	1,298		2,005	(928)	(51)		(1,110)	(55)
Credit cards issued (thousands)		51,500		52,073	50,978	50,351		48,952	(573)	(1)		2,548	5
Number of CardServices.com customers (millions)		4.7		4.2	3.8	3.4		3.0	0.5	12		1.7	57
Paymentech (millions):													
Bank card volume	\$	39,271	\$	37,258	\$ 34,444	\$ 35,979	\$	30,711	\$ 2,013	5%	\$	8,560	28%
Total transactions		1,417		1,342	1,218	1,189		1,063	75	6		354	33

<sup>(1)</sup> On a reported basis, income earned on securitized loans is reported in credit card revenue and income earned on seller's interest is reported in net interest income. On a managed basis, net interest income, non-interest income and provision are reported in their respective income statement line.

<sup>(2)</sup> These amounts are not included in allowance coverage statistics.

<sup>(3)</sup> Net accounts opened includes originations, purchases and sales.



				2003				2002	2
	- 3	3rd Qtr		2nd Qtr		1st Qtr		4th Qtr	3rd Qtr
INCOME STATEMENT DATA (in millions):									
Net interest income - FTE									
Reported data for the period	\$	414	\$	332	\$	309	\$	393	359
Securitization adjustments		1,191		1,156		1,168		1,155	1,165
Managed net interest income		1,605		1,488		1,477		1,548	1,524
Credit card revenue:									
Reported data for the period	\$	895	\$	825	\$	774	\$	913	903
Securitization adjustments		(418)		(387)		(358)		(413)	(443)
Managed credit card revenue		477		438		416		500	460
Noninterest income:									
Reported data for the period	\$	888	\$	868	\$	781	\$	905	892
Securitization adjustments		(418)		(387)		(358)		(413)	(443)
Managed noninterest income		470		481		423		492	449
Total revenue, net of interest expense:									
Reported data for the period	\$	1,302	\$	1,200	\$	1,090	\$	1,298	1,251
Securitization adjustments		773		769		810		742	722
Managed total revenue, net of interest expense.		2,075		1,969		1,900		2,040	1,973
Provision for credit losses									
Reported data for the period	\$	246	\$	182	\$	161	\$	168	148
Securitization adjustments		773		769		810		742	722
Managed provision for credit losses		1,019		951		971		910	870
BALANCE SHEET - ENDING BALANCES (in millions):									
Owned loans:	\$	0.440	•	6,308	Φ.	7 4 47	•	7.500 (	6.751
Held in portfolio Held for sale (3)	<b>p</b>	6,449 7,729	\$	7,782	\$	7,147 5,240	\$	7,592 \$ 3,989	5,173
Total owned loans		14,178		14,090		12,387		11,581	11,924
Seller's interest and accrued interest receivable		23,285		24,414		,		28,526	,
		37,463		38,504		25,156 37,543		40,107	24,387 36,311
Total loans on balance sheet Securitized		36,763		,		,			,
Total managed loans		74,226		35,832 74,336		35,305 72,848	-	33,889 73,996	32,858 69,169
Total assets:									
Reported data for the period	\$	42,768	\$	43,597	\$	42,814	\$	45,391	40,567
Securitization adjustments	Ψ	36,763	Ψ	35,832	Ψ	35,305	Ψ	33,889	32,858
Managed total assets		79,531		79,429		78,119		79,280	73,425
managoa total associs		10,001		10,720		70,119		10,200	10,420



			2003		2002				
	- ;	3rd Qtr	2nd Qtr	1st Qtr		4th Qtr		3rd Qtr	
BALANCE SHEET - AVERAGE BALANCES (in millions):									
Owned loans:									
Held in portfolio	\$	6,440	\$ 7,085	\$ 7,791	\$	7,690	\$	5,883	
Held for sale (3)		10,001	7,005	4,573		5,635		4,640	
Total owned loans		16,441	14,090	12,364		13,325		10,523	
Seller's interest and accrued interest receivable		21,829	23,281	26,459		24,145		24,236	
Total loans on balance sheet		38,270	37,371	38,823		37,470		34,759	
Securitized		36,029	35,664	34,561		33,491		33,442	
Total managed loans		74,299	73,035	73,384		70,961		68,201	
Total average assets:									
Reported data for the period	\$	43,105	\$ 42,886	\$ 44,191	\$	42,290	\$	38,804	
Securitization adjustments		36,029	35,664	34,561		33,491		33,442	
Managed average assets		79,134	78,550	78,752		75,781		72,246	
CREDIT QUALITY (in millions):									
Net charge-offs									
Reported net charge-offs data for the period	\$	211	\$ 182	\$ 161	\$	168	\$	131	
Securitization adjustments		773	769	810		742		722	
Managed net charge-offs		984	951	971		910		853	

The Corporation evaluates its Card Services line of business trends on a managed basis which assumes that securitized receivables are still on the balance sheet. The Corporation manages its Card Services operations on a managed basis because the receivables that are securitized are subject to underwriting standards comparable to the owned portfolio and are serviced by operating personnel without regard to ownership.

The Corporation believes that investors should be informed, and often request information, about the credit performance of the entire managed portfolio in order to understand the quality of the Card Services originations and the related credit risks inherent in the owned portfolio and retained interests in securitizations. In addition, the Corporation funds its Card Services operations, reviews operating results and makes decisions about allocating resources, such as employees and capital, on a managed basis. See "Loan Securitizations" on page 74 and Note 9, "Credit Card Securitizations," of the December 31, 2002 Form 10-K for additional information related to the Corporation's securitization activity.



			200	3 (1)				200	2 (1)				Chan	ge fron	n	
	3	rd Qtr		l Qtr	1st	Qtr	4	th Qtr		rd Qtr		2Q03			3Q02	
INCOME OTATEMENT DATA (6 millions)												<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Net interest income - FTE	s	115	\$	90	\$	89	\$	92	\$	89	\$	25	28%	\$	26	29%
Net interest modifie 1 TE	Ψ	110	Ψ	30	Ψ	00	Ψ	02	Ψ	00	ľ	20	2070	Ψ	20	2570
Banking fees and commissions		88		70		66		57		63		18	26		25	40
Service charges on deposits		5		4		6		5		5		1	25		-	-
Fiduciary and investment management fees		156		154		151		154		156		2	1		-	-
Other income (loss)		8		2				1		-		6	N/M		8	N/M
Total noninterest income		257		230		223		217		224		27	12		33	15
Total revenue, net of interest expense (1)		372		320		312		309		313		52	16		59	19
Provision for credit losses		4		6		2		28		2		(2)	(33)		2	N/M
Salaries and employee benefits		114		109		107		107		107		5	5		7	7
Other expense		110		84		86		78		77		26	31		33	43
Total noninterest expense before merger															-	
and restructuring-related charges (reversals)		224		193		193		185		184		31	16		40	22
Merger and restructuring-related charges (reversals)		-		-		-		-		-		-	-		-	-
Total noninterest expense		224		193		193		185		184		31	16		40	22
Income before income taxes		144		121		117		96		127		23	19		17	13
Applicable income taxes		53		45		44		36		48		8	18		5	10
Net Income (1)	\$	91	\$		\$	73	\$	60	\$	79	\$	15	20%	\$	12	15%
FINANCIAL PERFORMANCE		0.40/		000/		0.40/		050/		000/		(4)0/			(0)0/	
Return on average common equity		31% 60		32%		31% 62		25%		33%		(1)%			(2)%	
Efficiency ratio		60		60		62		60		59		(0)			1	
Headcount		4,949		4,086		4,161		4,277		4,300		863	21		649	15
ENDING BALANCES (\$ millions)																
Loans	\$	7,155	\$	6,579	\$	6,663	\$	6,942	\$	7,087	\$	576	9%	\$	68	1%
Commercial		3,153		3,014		3,110		3,258		3,160		139	5		(7)	-
Consumer		4,002		3,565		3,553		3,684		3,927		437	12		75	2
Assets		15,656		8,163		8,345		8,491		8,494		7,493	92		7,162	84
Demand deposits		971		2,036		1,853		1,862		1,744		(1,065)	(52)		(773)	(44)
Savings		8,327		7,812		7,814		6,937		6,068		515	7		2,259	37
Time		621		655		721		761		783		(34)	(5)		(162)	(21)
Foreign offices		219		255		215		244		239		(36)	(14)		(20)	(8)
Total deposits		10,138		10,758		10,603		9,804		8,834		(620)	(6)		1,304	15
Equity		1,553		953		954		952		954		600	63		599	63
AVERAGE BALANCES (\$ millions)																
Loans	\$	6,665	\$	6,590	\$	6,744	\$	6,986	\$	6,941	\$	75	1%	\$	(276)	(4)%
Commercial		2,996		3,034		3,139		3,207		3,177		(38)	(1)		(181)	(6)
Consumer		3,669		3,556		3,605		3,779		3,764	1	113	3		(95)	(3)
Assets		10,700		8,263		8,370		8,566		8,312	1	2,437	29		2,388	29
											1					



	2003 (1)				2002 (1)				Change from						
		3rd Qtr	2nd Qt	r	1st Qtr		4th Qtr		3rd Qtr		2Q03			3Q02	
											<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Demand deposits		2,019	1,7	65	1,742		1,726		1,604		254	14		415	26
Savings		8,032	7,6	78	7,274		6,522		5,913		354	5		2,119	36
Time		633	6	92	741		780		818		(59)	(9)		(185)	(23)
Foreign offices		165	1	84	158		187		211		(19)	(10)		(46)	(22)
Total deposits		10,849	10,3	319	9,915		9,215		8,546		530	5		2,303	27
Equity		1,149	9	954	954		953		954		195	20		195	20
CREDIT QUALITY (\$ millions)															
Net charge-offs (recoveries):															
Commercial	\$	5	\$	4	\$ 1	\$	13	\$	1	\$	1	25%	\$	4	N/M
Consumer		(1)		2	1		-		1		(3)	N/M		(2)	N/M
Total net charge-offs		4		6	2		13		2		(2)	(33)		2	N/M
Net charge-off ratios:															
Commercial		0.67%	0.5	3%	0.13%		1.62%		0.13%		0.14%			0.54%	
Consumer		(0.11)	0.2		0.11		_		0.11		(0.33)			(0.22)	
Total net charge-offs		0.24	0.3		0.12		0.74		0.12		(0.12)			0.12	
Nonperforming assets:															
Commercial	\$	60	\$	67	\$ 68	\$	61	\$	39	\$	(7)	(10)%	\$	21	54%
Consumer	*	14	Ψ	13	13	•	10	Ť	8	ľ	1	8	•	6	75
Total nonperforming loans		74		80	81	_	71		47		(6)	(8)	_	27	57
Other, including other real estate owned ("OREO")		1		2	1		1		1		(1)	(50)		-	-
Total nonperforming assets		75		82	82	-	72		48		(7)	(9)		27	56
Total non-pononning account											(.,	(0)			
Allowance for credit losses		40		40	40		40		25		-	-		15	60
Allowance to period end loans		0.56%	0.6	31%	0.60%		0.58%		0.35%		(0.05)%			0.21%	
Allowance to nonperforming loans		54		50	49		56		53		4			1	
Nonperforming assets to related assets		1.05	1	.25	1.23		1.04		0.68		(0.20)			0.37	
ASSETS UNDER MANAGEMENT															
ENDING BALANCES (\$ millions)															
Mutual Funds	\$	100,646	\$ 102,4	94	\$ 97,518	\$	101,234	\$	91,534	\$	(1,848)	(2)%	\$	9,112	10%
Other		74,902	68,3	95	60,747		60,720		57,462		6,507	10		17,440	30
Total assets		175,548	170,8	889	158,265		161,954		148,996		4,659	3		26,552	18
By type:															
Money market		70,820	78,4	57	73,923		78,624		68,632		(7,637)	(10)		2,188	3
Equity		42,150	40,5	84	35,391		37,031		35,394		1,566	4		6,756	19
Fixed income		62,578	51,8		48,951		46,299		44,970		10,730	21		17,608	39
Total assets		175,548	170,8		158,265		161,954		148,996		4,659	3		26,552	18
By channel:															
Private client services		42,970	43,2	236	41,163		42,680		42,390		(266)	(1)		580	1
Retail brokerage		8,139	7,9		7,124		7,008		6,716		215	3		1,423	21
Institutional		-	7,8 88,0		80,321		77,799		70,196	1	5,280	6			33
เทอแนนเบทสเ		93,367	00,0	101	00,321		11,199		70,190		5,200	υ		23,171	აა



		20	03 (1)			200	2 (1)			Chang	je fro	m	
	 3rd Qtr	2n	d Qtr	1	st Qtr	4th Qtr	;	3rd Qtr	2Q03			3Q02	
									<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Commercial cash sweep	8,581		7,949		7,689	9,015		8,579	632	8		2	-
Capital markets	2,935		3,049		3,353	4,858		4,724	(114)	(4)		(1,789)	(38)
External (2)	9,492		11,601		9,809	10,802		8,417	(2,109)	(18)		1,075	13
All other direct (3)	10,064		9,043		8,806	9,792		7,974	1,021	11		2,090	26
Total assets	175,548	•	170,889		158,265	161,954		148,996	4,659	3		26,552	18
MORNINGSTAR RANKINGS													
% of customer assets in funds ranked 4 or better	54%		53%		54%	50%		48%	1%			6%	
% of customer assets in funds ranked 3 or better	88		91		88	89		93	(3)			(5)	
PRIVATE CLIENT SERVICES													
Number of private client advisors	622		634		649	676		675	(12)	(2)		(53)	(8)
Number of private client offices	89		89		90	92		96	-	-		(7)	(7)
Total client assets - end of period (\$ millions) (4)	\$ 64,307	\$	64,270	\$	60,641	\$ 61,697	\$	61,659	\$ 37	0%	\$	2,648	4%
Ending balances (\$ millions):													
Loans	6,604		6,483		6,622	6,894		7,036	121	2		(432)	(6)
Deposits	10,548		10,071		9,913	9,250		8,312	477	5		2,236	27
Average balances (\$ millions):													
Loans	6,492		6,543		6,715	6,938		6,898	(51)	(1)		(406)	(6)
Deposits	10,125		9,752		9,344	8,693		8,155	373	4		1,970	24
INSURANCE GROUP (\$ millions)													
Gross revenue (5)	\$ 160	\$	118	\$	117	\$ 113	\$	111	\$ 42	36%	\$	49	44%
Ending Balances:													
Invested Assets (\$ millions)	6,000		337		377	361		387	5,663	N/M		5,613	N/M
Loans (\$ millions)	415		-		-	-		-	415	N/M		415	N/M
Policies Inforce - Direct / Assumed (thousands)	2,331		1,235		1,249	1,193		1,232	1,096	89		1,099	89
Insurance Inforce - Direct / Assumed (\$ millions)	228,095		12,514		12,415	13,023		13,527	215,581	N/M		214,568	N/M
Insurance Inforce - Retained (\$ millions)	42,984		12,513		12,414	13,022		13,526	30,471	N/M		29,458	N/M
Insurance Policy and Claims Reserves (\$ millions)	6,496		219		223	226		212	6,277	N/M		6,284	N/M
A.M. Best rating (6)	Α		-		-	-		-		-			-

- (1) Prior period data has been adjusted for the transfer of Corporate Trust from the Investment Management to the Corporate line of business where it is now reported as discontinued operations.
- (2) Includes broker/dealers, trust companies and registered investment advisors that sell, or offer, One Group Funds.
- (3) One Group Funds invested in other One Group Funds and other mutual funds sub-advised.
- (4) Fiduciary, brokerage, and other related assets (managed and non-managed).
- (5) Includes insurance revenues recorded in other lines of business.
- (6) A.M. Best maintained A ratings with developing implications.



		2	2003 (1)			2002 (1)				Chang	e froi	n	
	3	ord Qtr 2	nd Qtr	lst Qtr		4th Qtr	3rd Qtr		2Q03			3Q02	
INCOME STATEMENT DATA (\$ millions)									<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Net interest income (expense) - FTE (2)	_ s	(80) \$	(64) \$	(68)	\$	8 \$	106	\$	(16)	(25)%	\$	(186)	N/M
(	Ť	(, +	(, +	()	•	- •		ľ	(1-5)	(==),,	•	(100)	
Banking fees and commissions		(20)	(30)	(17)		(10)	(11)		10	33		(9)	(82)
Credit card revenue		(1)	-	1		-	1		(1)	-		(2)	N/M
Service charges on deposits		-	(1)	(2)		2	3		1	N/M		(3)	N/M
Fiduciary and investment management fees		8	8	8		1	3		-	-		5	N/M
Investment securities gains (losses)		37	154	69		116	(17)		(117)	(76)		54	N/M
Trading		(7)	(1)	(13)		(8)	-		(6)	N/M		(7)	-
Other income (loss)		(118)	37	33		2	(2)		(155)	N/M		(116)	N/M
Total noninterest (loss) income		(101)	167	79		103	(23)		(268)	N/M		(78)	N/M
Total revenue, net of interest expense		(181)	103	11		111	83		(284)	N/M		(264)	N/M
Provision for credit losses		78	155	89		98	86		(77)	(50)		(8)	(9)
Salaries and employee benefits		236	246	250		209	217		(10)	(4)		19	9
Other expense		(53)	(42)	(83)		(65)	(12)		(11)	(26)		(41)	N/M
Total noninterest expense before merger		(55)	( -= /	(/		(55)	( /		(11)	()		(**)	
and restructuring-related charges (reversals)		183	204	167		144	205		(21)	(10)		(22)	(11)
Merger and restructuring-related charges (reversals)				-		-	-		(= · /	(.0)		()	-
Total noninterest expense		183	204	167	-	144	205		(21)	(10)		(22)	(11)
Total Hollincrest expense		100	204	101		177	200		(21)	(10)		(22)	(''')
Loss before income tax benefit		(442)	(256)	(245)		(131)	(208)		(186)	(73)		(234)	N/M
Applicable income tax benefit		(187)	(126)	(123)		(79)	(104)		(61)	(48)		(83)	(80)
Income (Loss) from continuing operations	\$	(255) \$	(130) \$	(122)	\$	(52) \$	(104)	\$	(125)	(96)%	\$	(151)	N/M
Discontinued Operations:													
Income from discontinued operations		14	14	11		16	15		_	_		(1)	(7)
Applicable income taxes		5	5	4		6	5		_	_		-	-
Income from discontinued operations	\$	9 \$	9 \$	7	\$	10 \$	10	\$	-	0%	\$	(1)	(10)%
Net Income (Loss)	\$	(246) \$	(121) \$	(115)	\$	(42) \$	(94)	\$	(125)	N/M	\$	(152)	N/M
FINANCIAL PERFORMANCE													
Headcount	_	14,719	15,281	15,609		15,387	15,356		(562)	(4)%		(637)	(4)%
ENDING BALANCES (\$ millions)													ļ
Non-core portfolios	_ s	10,403 \$	11,991 \$	13,632	\$	15,296 \$	16,873	\$	(1,588)	(13)%	\$	(6,470)	(38)%
Other loans	Ψ	10,403 \$ 67	443	373	Ψ	107	800	۳	(376)	(85)%	Ψ	(733)	(92)%
Total loans (3)		10,470	12,434	14,005		15,403	17,673		(1,964)	(16)%		(7,203)	(41)%
Total loans (5)		10,470	12,404	14,005		10,400	17,073		(1,904)	(10)70		(1,203)	(+1)/0
Assets		71,092	82,577	84,366		73,836	75,303		(11,485)	(14)		(4,211)	(6)
Memo:								1					
Treasury investment portfolio		40,545	45,258	41,571		34,192	36,021		(4,713)	(10)		4,524	13
Principal investments		2,913	2,602	2,198		2,254	2,371		311	12		542	23
Deposits		13,235	12,821	13,217		15,291	15,892		414	3		(2,657)	(17)
Equity		2,314	2,760	2,818		2,944	2,471		(446)	(16)		(157)	(6)



			2003	(1)		200	2 (1)				Chang	e fro	m	
	3	rd Qtr	2nd C	Qtr	1st Qtr	 4th Qtr	3	rd Qtr		2Q03			3Q02	
	<u> </u>				<u></u>					<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
AVERAGE BALANCES (\$ millions)														
Non-core portfolios	\$	11,146	\$ 12	2,758 \$	14,450	\$ 16,070	\$	17,644	\$	(1,612)	(13)%	\$	(6,498)	(37)%
Other loans		86		258	295	 266		250		(172)	(67)%		(164)	(66)%
Total loans		11,232	13	3,016	14,745	16,336		17,894		(1,784)	(14)%		(6,662)	(37)%
Assets		71,392	70	),538	70,225	70,756		70,025		854	1		1,367	2
Deposits		12,321	12	2,598	13,633	14,956		14,097		(277)	(2)		(1,776)	(13)
Equity		2,519	2	2,964	3,123	2,746		2,627		(445)	(15)		(108)	(4)
CREDIT QUALITY (\$ millions)														
Net charge-offs:														
Non-core portfolios		79		83	102	103		84		(4)	(5)		(5)	(6)
Other loans		3		-	-	 2		2		3	-		1_	50
Total loans		82		83	102	 105		86		(1)	(1)		(4)	(5)
Non-core portfolios net charge-off ratio		2.84%	2	2.60%	2.82%	2.56%		1.90%		0.24%			0.94%	
Nonperforming assets:														
Non-core portfolios		669		712	792	790		849		(43)	(6)		(180)	(21)
Other loans		4		7	7	6		8		(3)	(43)		(4)	(50)
Total loans (4)		673		719	799	796		857		(46)	(6)		(184)	(21)
Other including OREO		56		3	3	6		6		53	N/M		50	N/M
Total nonperforming assets	<u> </u>	729		722	802	802		863		7	1		(134)	(16)
Allowance for credit losses		394		398	326	339		345		(4)	(1)		49	14
Allowance to period end loans		3.77%	3	3.21%	2.34%	2.20%		1.95%		0.56%			1.82%	
Allowance to nonperforming loans		59		56	41	43		40		3			19	
Nonperforming assets to related assets		6.93		5.81	5.73	5.20		4.88	L	1.12			2.05	

- (1) Prior period data has been adjusted for the transfer of Corporate Trust from the Investment Management to the Corporate line of business where it is now reported as discontinued operations.
- (2) Net interest income-FTE includes taxable equivalent adjustments of \$7 million, \$9 million, \$8 million, and \$10 million for the quarters ended September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002, and September 30, 2002, respectively.
- (3) Includes loans held for sale of \$17 million, \$18 million, \$56 million, \$24 million, and \$24 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002, and September 30, 2002, respectively. These amounts are not included in allowance coverage statistics.
- (4) Includes loans held for sale of \$5 million, \$3 million and \$3 million, at September 30, 2003, June 30, 2003, March 31, 2003, respectively.

  There were no loans held for sale as of December 31, 2002 and September 30, 2002. These amounts are not included in allowance coverage statistics.



				2003		2002			Chang	e fror	n	
	- 3	rd Qtr	2r	nd Qtr	1st Qtr	4th Qtr	3rd Qtr	2Q03			3Q02	
INCOME STATEMENT DATA (\$ millions)								<u>Amt</u>	%		<u>Amt</u>	<u>%</u>
Net interest income - FTE	\$	91	\$	103 \$	114	\$ 128 \$	144	\$ (12)	(12)%	\$	(53)	(37)%
Banking fees and commissions		2		-	-	-	-	2	-		2	-
Other income (loss)		(1)		(5)		 -		4	80		(1)	-
Total noninterest income		1		(5)	-	-	_	6	N/M		1	-
Total revenue, net of interest expense		92		98	114	128	144	(6)	(6)		(52)	(36)
Provision for credit losses		74		156	89	97	84	(82)	(53)		(10)	(12)
Salaries and employee benefits		-		4	5	4	4	(4)	N/M		(4)	N/M
Other expense		37		46	42	40	39	(9)	(20)		(2)	(5)
Total noninterest expense before merger												
and restructuring-related charges (reversals)		37		50	47	44	43	(13)	(26)		(6)	(14)
Merger and restructuring-related charges (reversals)				-	-	 -	_		-		-	-
Total noninterest expense		37		50	47	44	43	(13)	(26)		(6)	(14)
Income / (Loss) before income tax (benefit)		(19)		(108)	(22)	(13)	17	89	82		(36)	N/M
Applicable income tax (benefit)		(7)		(39)	(8)	 (5)	6	32	82		(13)	N/M
Net income (Loss)	\$	(12)	\$	(69) \$	(14)	\$ (8) \$	11	\$ 57	83%	\$	(23)	N/M
FINANCIAL PERFORMANCE												
Return on average common equity		(3)%		(20)%	(4)%	(2)%	3%	17%			(6)%	
Efficiency ratio		40		51	41	34	30	(11)			10	
Headcount		-		107	265	294	300	(107)	N/M		(300)	N/M
ENDING BALANCES (\$ millions)												
Home equity	\$	8,266	\$	9,085 \$	10,105	\$ 11,009 \$	11,856	\$ (819)	(9)%	\$	(3,590)	(30)%
Vehicle leases and other loans		2,137		2,906	3,527	 4,287	5,017	(769)	(26)		(2,880)	(57)
Total loans (1)		10,403		11,991	13,632	 15,296	16,873	(1,588)	(13)		(6,470)	(38)
Equity		1,415		1,415	1,415	1,415	1,415	-	-		-	-
AVERAGE BALANCES (\$ millions)	_											
Home equity	\$	8,817	\$	9,575 \$	,	\$ 11,440 \$		\$ (758)	(8)%	\$	(3,484)	(28)%
Vehicle leases and other loans		2,329		3,183	3,865	 4,630	5,343	(854)	(27)		(3,014)	(56)
Total loans		11,146		12,758	14,450	16,070	17,644	(1,612)	(13)		(6,498)	(37)
Equity		1,415		1,415	1,415	1,415	1,415	-	-		-	-



			2	003			20	02			Chang	ge fro	m	
	3	rd Qtr	2nc	d Qtr	1st Qtr		4th Qtr	,	3rd Qtr	2Q03			3Q02	
										<u>Amt</u>	%		<u>Amt</u>	<u>%</u>
CREDIT QUALITY (\$ millions)														
Net charge-offs:														
Home equity	\$	62	\$	60	\$ 73		\$ 79	\$	68	\$ 2	3%	\$	(6)	(9)%
Vehicle leases and other loans		17		23	29		24		16	(6)	(26)		1	6
Total net charge-offs		79		83	102		103		84	(4)	(5)		(5)	(6)
Net charge-off ratios:														
Home equity		2.81%		2.51%	2.76%	, 0	2.76%		2.21%	0.30%			0.60%	
Vehicle leases and other loans		2.92		2.89	3.00		2.07		1.20	0.03			1.72	
Total net charge-offs		2.84		2.60	2.82		2.56		1.90	0.24			0.94	
Nonperforming assets:														
Nonperforming loans (2)	\$	669	\$	712	\$ 792		\$ 790	\$	849	\$ (43)	(6)%	\$	(180)	(21)%
Other, including other real estate owned ("OREO")		56		-	-		-		-	56	-		56	` _ ´
Total nonperforming assets		725		712	792	_	790		849	13	2		(124)	(15)
Allowance for credit losses (\$ millions)		391		395	322		335		341	(4)	(1)		50	15
Allowance to period end loans		3.77%		3.30%	2.37%	, o	2.19%		2.02%	0.47%			1.75%	
Allowance to nonperforming loans		59		56	41		42		40	3			19	ļ
Nonperforming assets to related assets		6.93		5.94	5.81		5.16		5.03	0.99			1.90	

There were no loans held for sale as of December 31, 2002 and September 30, 2002. These amounts are not included in allowance coverage statistics.

<sup>(1)</sup> Includes loans held for sale of \$18 million, \$18 million, \$56 million, \$24 million and \$24 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002 respectively. These amounts are not included in allowance coverage statistics.

<sup>(2)</sup> Includes loans held for sale of \$5 million, \$3 million and \$3 million, at September 30, 2003, June 30, 2003, March 31, 2003, respectively.



				2003				20	002				Chang	e fro	m	
	-	Sept 30	٠,	June 30		Mar 31		Dec 31		Sept 30		June 30, 2			Sept 30,	2002
												<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
ASSETS (\$ millions)									_							
Cash and due from banks	\$	16,814	\$		\$	16,731	\$	17,920	\$	21,699	\$	(2,715)	(14)%	\$	(4,885)	(23)%
Interest-bearing due from banks		3,486		5,909		8,488		1,503		2,960		(2,423)	(41)		526	18
Federal funds sold and securities under												(= 0=0)	(00)			
resale agreements		13,786		21,639		17,897		17,356		8,062		(7,853)	(36)		5,724	71
Trading assets		13,626		11,478		9,968		7,190		6,367		2,148	19		7,259	N/M
Derivative product assets		5,603		5,343		4,557		4,273		4,205		260	5		1,398	33
Investment securities		76,145		75,177		71,263		67,643		66,129		968	1		10,016	15
Loans (1)		141,710		144,583		144,747		148,125		150,389		(2,873)	(2)		(8,679)	(6)
Allowance for credit losses		(4,374)		(4,498)		(4,526)		(4,525)		(4,518)		124	3		144	3
Loans, net		137,336		140,085		140,221		143,600		145,871		(2,749)	(2)		(8,535)	(6)
Other assets		23,210		20,303		18,739		17,898		18,894		2,907	14		4,316	23
Total assets	<u>\$</u>	290,006	\$	299,463	\$	287,864	\$	277,383	\$	274,187	\$	(9,457)	(3)%	\$	15,819	6%
LIABILITIES (\$ millions)																
Deposits:	_															
Demand	\$	25,191	\$	34,361	\$	36,019	\$	34,325	\$	30,870	\$	(9,170)	(27)%	\$	(5,679)	(18)%
Savings		96,170		95,221		87,945		88,934		85,245		949	` 1		10,925	13
Time		24,263		25,977		28,063		30,512		32,265		(1,714)	(7)		(8,002)	(25)
Foreign offices		17,787		16,456		15,048		16,237		15,656		1,331	8		2,131	14
Total deposits		163,411		172,015		167,075		170,008		164,036		(8,604)	(5)	_	(625)	_
Federal funds purchased and securities sold		,		,-		,-		-,		,,,,,,		(-,,	(-)		()	
under repurchase agreements		24,464		25,382		19,307		14,578		15,499		(918)	(4)		8,965	58
Other short-term borrowings		11,098		13,526		12,803		12,306		12,810		(2,428)	(18)		(1,712)	(13)
Long-term debt		44,225		46,070		44,950		43,234		42,481		(1,845)	(4)		1,744	4
Insurance policy and claims reserves		6,496		219		223		226		212		6,277	N/M		6,284	N/M
Derivative product liabilities		4,688		4,188		3,983		3,838		3,886		500	12		802	21
Other liabilities		13,213		15,806		17,207		10,753		13,338		(2,593)	(16)		(125)	(1)
Total liabilities	_	267,595		277,206		265,548		254,943		252,262		(9,611)	(3)		15,333	6
OTOCKHOLDEDOLEOUTY (C. m. Wiene)																
STOCKHOLDERS' EQUITY (\$ millions)		40	•	40	•	40	•	40	•	40				•		
Common stock	\$		\$	12	\$	12	\$	12	\$	12	\$	-	-	\$	-	-
Surplus		10,254		10,240		10,246		10,239		10,224		14			30	-
Retained earnings		14,816		14,213		13,594		13,020		12,423		603	4		2,393	19
Accumulated other adjustments to stockholders' equity		(75)		(76)		(36)		(8)		26		1	1		(101)	N/M
Deferred compensation		(220)		(245)		(275)		(157)		(177)		25	10		(43)	(24)
Treasury stock		(2,376)		(1,887)		(1,225)		(666)		(583)		(489)	(26)		(1,793)	N/M
Total stockholders' equity		22,411		22,257		22,316		22,440		21,925	-	154	1		486	2
Total liabilities and stockholders' equity	\$	290,006	\$	299,463	\$	287,864	\$	277,383	\$	274,187	\$	(9,457)	(3)%	\$	15,819	6%
Common Shares period-end (millions):																
Issued		1,181		1,181		1,181		1,181		1,181		-	-		-	-
Treasury shares		63		51		33		17		14		12	24		49	N/M
Outstanding	_	1,118		1,130		1,148	_	1,164		1,167		(12)	(1)	_	(49)	(4)
														_		

<sup>(1)</sup> Loans includes loans held for sale of \$3.0 billion, \$10.2 billion, \$6.9 billion and \$7.9 billion at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002, respectively. These amounts are not included in allowance coverage ratios.



			2003				20	02				Chang	e froi	m	
	3	rd Qtr	2nd Qtr		1st Qtr		4th Qtr	3rd Qt	tr		2Q03			3Q02	
(\$ millions)											<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
Provision for credit losses	<del></del>	416	\$ 4	61 5	\$ 496	\$	628	\$	587	\$	(45)	(10)%	\$	(171)	(29)%
Gross charge-offs		642	6	18	597		700		648		24	4		(6)	(1)
Recoveries		102		29	102		78		75		(27)	(21)		27	36
Total net charge-offs		540		89	495		622		573		51	10		(33)	(6)
Net charge-offs:															
Retail (1)		144	1	13	102		134		117		31	27		27	23
Commercial Banking:															
Corporate Banking (1)		56		63	81		148		160		(7)	(11)		(104)	(65)
Middle Market Banking		43		42	47		54		77		ì	2		(34)	(44)
Total Commercial Banking		99	1	05	128		202		237		(6)	(6)		(138)	(58)
Card Services		211	1	82	161		168		131		29	16		80	61
Investment Management		4		6	2		13		2		(2)	(33)		2	N/M
Corporate		82		83	102		105		86		(1)	(1)		(4)	(5)
Total net charge-offs		540	4	89	495		622		573		51	10		(33)	(6)
Memo: Card Services - Managed Basis		984	9	51	971		910		853		33	3		131	15
Net charge-off ratios:															
Retail		1.05%	0.8	5%	0.78%		1.04%	0.	95%		0.20%			0.10%	
Commercial Banking:															
Corporate Banking		0.81	0.8	6	1.07		1.88	2.	03		(0.05)			(1.22)	
Middle Market Banking		0.62	0.5	8	0.64		0.70		96		0.04			(0.34)	
Total Commercial Banking		0.72	0.7	2	0.85		1.30	1.	49		-			(0.77)	
Card Services		5.13	5.1	7	5.24		5.05	4.	99		(0.04)			0.14	
Investment Management		0.24	0.3	6	0.12		0.74		12		(0.12)			0.12	
Corporate		2.92	2.5	5	2.77		2.57	1.	92		0.37			1.00	
Net charge-offs to average loans		1.50	1.3	5	1.35		1.65	1.	55		0.15			(0.05)	
Memo: Card Services - Managed Basis		5.30	5.2	1	5.29		5.13	5.	00		0.09			0.30	
Allowance for credit losses - period-end	\$	4,374	\$ 4,4	98 \$	\$ 4,526	\$	4,525	\$ 4,	518	\$	(124)	(3)%	\$	(144)	(3)%
Nonperforming assets - period-end:															
Nonperforming loans:											_				
Retail (1)		573	5	70	558		535		577		3	1		(4)	(1)
Commercial Banking:															
Corporate Banking (1)		526		05	814		873		010		(179)	(25)		(484)	(48)
Middle Market Banking		861		88	947		1,001		030		(127)	(13)		(169)	(16)
Total Commercial Banking		1,387	1,6		1,761		1,874	2,	040		(306)	(18)		(653)	(32)
Investment Management		74		80	81		71		47		(6)	(8)		27	57
Corporate		673		19	799		796		857	-	(46)	(6)		(184)	(21)
Total nonperforming loans (2)		2,707	3,0		3,199		3,276		521		(355)	(12)		(814)	(23)
Other, including other real estate owned	-	214		45	254	•	251		214	•	(31)	(13)	•	(014)	- (22)0/
Total nonperforming assets	\$	2,921	\$ 3,3	07 \$	\$ 3,453	\$	3,527	\$ 3,	735	\$	(386)	(12)%	\$	(814)	(22)%



			2003		2	002		Char	nge from	
	;	3rd Qtr	2nd Qtr	1st Qtr	4th Qtr	3rd Qtr	20	03	3Q0:	2
							<u>Amt</u>	<u>%</u>	<u>Amt</u>	<u>%</u>
Nonperforming assets to related assets		2.06%	2.28%	2.38%	2.38%	6 2.48%	(0.22)%		(0.42)%	
Allowance to period end loans		3.34	3.35	3.31	3.20	3.17	(0.01)		0.17	
Allowance to nonperforming loans		162	147	142	139	132	15		30	
Credit card delinquency rate:										
Reported Basis										
30+ days		3.82	3.22	2.81	2.95	2.74	0.60		1.08	
90+ days		1.78	1.49	1.30	1.38	1.11	0.29		0.67	
Managed Basis										
30+ days		3.98	3.95	4.08	4.02	4.05	0.03		(0.07)	
90+ days		1.85	1.85	1.88	1.80	1.68	-		0.17	
COMMERCIAL LOAN SALES (\$ millions)										
Loans sold and loans transferred to loans										
held for sale: (1) (3)										
Nonperforming loans	\$	132	\$ 28	\$ 75	\$ 43	\$ 129	\$ 104	N/M	\$ 3	2%
Other loans with credit related losses		121	217	84	47	65	(96)	(44)	56	86
Other loans		4	41	73	69	108	(37)	(90)	(104)	(96)
Total	\$	257	\$ 286	\$ 232	\$ 159	\$ 302	\$ (29)	(10)%		(15)%
Impact of sales, transfers to loans held for sale										
and valuation adjustments on held for sale:										
Charge-offs on loans sold and transferred to held										
for sale: (4) (5)										
Nonperforming loans	\$	22	\$ 1	\$ 10	\$ -	\$ 5	\$ 21	N/M	\$ 17	N/M
Other loans with credit related losses		11	21	10	5	6	(10)	(48)	5	83
Total charge-offs to allowance		33	22	20		11	11	50	22	N/M
(Gains)/losses on loans sold and held for sale		(25)	(14)		(3		(11)	(79)	(37)	N/M
Total	\$	8		\$ 12	\$ 2	\$ 23	\$ -		\$ (15)	(65)%

- (1) Prior period amounts have been restated to conform to the current period presentation.
- (2) Nonperforming loans includes loans held for sale of \$5 million, \$11 million, \$22 million, \$22 million and \$93 million at September 30, 2003, June 30, 2003, March 31, 2003, December 31, 2002 and September 30, 2002, respectively. These amounts are not included in allowance coverage statistics.
- (3) Second quarter 2003 includes loans reclassified to loans held for sale of approximately \$4 million in other loans.
- (4) These charge-offs are included in Commercial Banking net charge-offs.
- (5) When loans are reclassified to loans held for sale appropriate charge-offs are recorded. Subsequent write-downs in market value on loans held for sale are reflected in other income / loss. There were no charge-offs on loans reclassified to held for sale in the first quarter of 2003.



			2003	3		2	002			Chan	ge fro	m	
		3rd Qtr	2nd Q	tr	1st Qtr	4th Qtr		3rd Qtr	2Q03			3Q0	2
									<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
SELECTED CAPITAL RATIOS													
Regulatory risk-based capital:													
Tier 1 capital	\$	23,708	\$ 23,7	721	\$ 23,832	\$ 23,918	\$	23,428	\$ (13)	-	\$	280	1%
Tier 2 capital		9,180	9,3	316	9,035	9,201		8,650	(136)	(1)		530	6
Total capital	\$	32,888	\$ 33,0	)37	\$ 32,867	\$ 33,119	\$	32,078	\$ (149)	-	\$	810	3%
Total risk-weighted assets	\$	243,130	\$ 243,7	779	\$ 238,529	\$ 241,468	\$	247,050	\$ (649)	-	\$	(3,920)	(2)%
Risk-based capital ratios:													
Tier 1 capital		9.8%	!	9.7%	10.0%	9.9%	, o	9.5%	0.1%			0.3%	
Total capital		13.5	1:	3.6	13.8	13.7		13.0	(0.1)			0.5	
Leverage		8.4		8.7	8.9	8.9		9.0	(0.3)			(0.6)	
INTANGIBLE ASSETS (\$ millions)													
Goodwill	<u> </u>	2,005	\$ 1,8	393	\$ 1,894	\$ 1,882	\$	1,829	\$ 112	6%	\$	176	10%
Other nonqualifying intangibles		302	3	303	239	256		215	(1)	-		87	40
Subtotal		2,307	2,1	196	2,133	2,138		2,044	111	5		263	13
Qualifying intangibles		502	4	174	402	415		421	28	6		81	19
Total intangibles	\$	2,809	\$ 2,6	670	\$ 2,535	\$ 2,553	\$	2,465	\$ 139	5%	\$	344	14%
	<del></del>					 							



				2003				20	02				Chang	e froi	n	
	_	3rd Qtr	2	2nd Qtr		1st Qtr		4th Qtr		3rd Qtr		2Q03			3Q02	
N/55 - 0 - 0 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1												<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
AVERAGE BALANCE SHEET (\$ millions)																
Assets	•	47.000	•	47 775	•	47.070	\$	45.000	•	0.404		(7.40)	(4)0/	•	7.545	000/
Short-term investments	\$	,	Ъ	17,775	Ъ	17,672	\$	15,338	\$	9,484	\$	(746)	(4)%	\$	7,545	80%
Trading assets		11,669		10,211		8,414		6,995		6,426		1,458	14		5,243	82
Investment securities:		00.007		00.050		00.000		00.540		00.004		0.504	44		0.000	00
U.S. government and federal agency		36,937		33,356		29,030		28,549		30,331		3,581	11		6,606	22
States and political subdivisions		1,278		1,237		1,169		1,177		1,171		41	3		107	9
Other	_	33,523		32,142		34,851		34,350		35,230		1,381	4		(1,707)	(5)
Total investment securities		71,738		66,735		65,050		64,076		66,732		5,003	7		5,006	8
Loans (1)	_	144,162		144,635		146,419		150,531		148,152		(473)	-		(3,990)	(3)
Total earning assets		244,598		239,356		237,555		236,940		230,794		5,242	2		13,804	6
Allowance for credit losses		(4,479)		(4,535)		(4,558)		(4,566)		(4,533)		56	1		54	1
Other assets - nonearning Total assets	_	43,090 283,209	\$	41,452 276,273	•	38,892 271,889	\$	37,888 270,262	\$	36,277 262,538	\$	1,638 6,936	4 3%	\$	6,813 20,671	19 8%
	=						Ė							=		
<u>Liabilities and Stockholders' Equity</u> Deposits - interest-bearing: (2)																
Savings	¢	10,453	e	10,260	Ф	9,662	\$	10,076	Ф	9,953	\$	193	2%	\$	500	5%
Money market	Ψ	64,728	φ	62,881	φ	60,886	φ	58,003	φ	54,537	φ	1,847	3	φ	10,191	19
Time		25.014		27.104		29,401		31,483		33.340		(2,090)	(8)		(8,326)	(25)
Foreign offices (3)		16,244		15,985		14,513		14,776		14,634		259	2		1,610	(23)
Total deposits - interest-bearing	-	116,439		116,230		114,462		114,338		112,464		209	2		3,975	4
Federal funds purchased and securities		110,433		110,230		114,402		114,550		112,404		209	_		3,973	7
under repurchase agreements		23,003		20,383		16,866		14,950		15,115		2,620	13		7,888	52
Other short-term borrowings		11,216		13,413		12,433		12,270		9,802		(2,197)	(16)		1,414	14
Long-term debt (4)		45,248		45,014		44,630		43,180		43,229		234	1		2,019	5
Total interest-bearing liabilities	_	195,906		195,040		188,391		184,738		180,610		866	_ '		15,296	8
Noninterest-bearing deposits		45,995		44.077		46,397		48.521		45,201		1.918	4		794	2
Other liabilities		19,096		14,694		14,480		14,760		14,646		4,402	30		4,450	30
Common stockholders' equity		22,212		22,462		22,621		22,243		22,081		(250)	(1)		131	1
Total liabilities and equity	\$	283,209	\$	276,273	\$	271,889	\$	270,262	\$	262,538	\$	6,936	3%	\$	20.671	8%
		,	т.	, 0	т.	,		,	7	,	<u> </u>	-,			,	- 70



			:	2003				20	02				Chang	e fron	n	
	3r	d Qtr	21	nd Qtr	1s	t Qtr	4	th Qtr	3	3rd Qtr		2Q03			3Q02	
												<u>Amt</u>	<u>%</u>		Amt	<u>%</u>
INCOME / EXPENSE (\$ millions)																
Assets																
Short-term investments	\$	41	\$	50	\$	54	\$	48	\$	38	\$	(9)	(18)%	\$	3	8%
Trading assets (5)		100		87		74		67		66		13	15		34	52
Investment securities: (5)																
U.S. government and federal agency		366		336		280		338		401		30	9		(35)	(9)
States and political subdivisions		21		21		20		20		21		-	-		-	-
Other		466		444		481		521		558		22	5		(92)	(16)
Total investment securities		853		801		781		879		980		52	6		(127)	(13)
Loans (1) (5)		2,219		2,231		2,315		2,477		2,478		(12)	(1)		(259)	(10)
Total earning assets	\$	3,213	\$	3,169	\$	3,224	\$	3,471	\$	3,562	\$	44	1%	\$	(349)	(10)%
Liabilities																
Deposits - interest-bearing: (2)																
Savings	\$	19	\$	14	\$	14	\$	20	\$	17	\$	5	36%	\$	2	12%
Money market		154		171		174		202		199		(17)	(10)		(45)	(23)
Time		251		274		306		342		374		(23)	(8)		(123)	(33)
Foreign offices (3)		59		65		61		66		75		(6)	(9)		(16)	(21)
Total deposits - interest-bearing		483		524		555		630		665		(41)	(8)		(182)	(27)
Federal funds purchased and securities																
under repurchase agreements		70		73		62		63		73		(3)	(4)		(3)	(4)
Other short-term borrowings		81		90		87		90		77		(9)	(10)		4	5
Long-term debt (4)		452		473		499		508		521		(21)	(4)		(69)	(13)
Total interest-bearing liabilities	\$	1,086	\$	1,160	\$	1,203	\$	1,291	\$	1,336	\$	(74)	(6)%	\$	(250)	(19)%
Interest income/earning assets	\$	3,213	\$	3,169	\$	3,224	\$	3,471	\$	3,562	\$	44	1%	\$	(349)	(10)%
Interest expense/earning assets	·	1,086		1,160		1,203		1,291		1,336	1	(74)	(6)		(250)	(19)
Net interest income/margin	\$	2,127	\$	2,009	\$	2,021	\$	2,180	\$	2,226	\$	118	6%	\$	(99)	(4)%
5		_									=				<u></u> _	



		2003		200	12		Chang	e from	
	3rd Qtr	2nd Qtr	1st Qtr	4th Qtr	3rd Qtr	2Q03		3Q02	!
						<u>Amt</u>	<u>%</u>	Amt	<u>%</u>
YIELDS AND RATES									
<u>Assets</u>	_								
Short-term investments	0.96%	1.13%	1.24%	1.24%	1.59%	(0.17)%		(0.63)%	
Trading assets (5)	3.40	3.42	3.57	3.80	4.07	(0.02)		(0.67)	
Investment securities: (5)									
U.S. government and federal agency	3.93	4.04	3.91	4.70	5.25	(0.11)		(1.32)	
States and political subdivisions	6.52	6.81	6.94	6.74	7.11	(0.29)		(0.59)	
Other	5.52	5.54	5.60	6.02	6.28	(0.02)		(0.76)	
Total investment securities	4.72	4.81	4.87	5.44	5.83	(0.09)		(1.11)	
Loans (1)	6.11	6.19	6.41	6.53	6.64	(80.0)		(0.53)	
Total earning assets	5.21	5.31	5.50	5.81	6.12	(0.10)		(0.91)	
Liabilities									
Deposits - interest-bearing: (2)									
Savings	0.72	0.55	0.59	0.79	0.68	0.17		0.04	
Money market	0.94	1.09	1.16	1.38	1.45	(0.15)		(0.51)	
Time	3.98	4.05	4.22	4.31	4.45	(0.07)		(0.47)	
Foreign offices (3)	1.44	1.63	1.70	1.77	2.03	(0.19)		(0.59)	
Total deposits - interest-bearing	1.65	1.81	1.97	2.19	2.35	(0.16)		(0.70)	
Federal funds purchased and securities									
under repurchase agreements	1.21	1.44	1.49	1.67	1.92	(0.23)		(0.71)	
Other short-term borrowings	2.87	2.69	2.84	2.91	3.12	0.18		(0.25)	
Long-term debt (4)	3.96	4.21	4.53	4.67	4.78	(0.25)		(0.82)	
Total interest-bearing liabilities	2.20	2.39	2.59	2.77	2.93	(0.19)		(0.73)	
Interest income/earning assets	5.21	5.31	5.50	5.81	6.12	(0.10)		(0.91)	
Interest expense/earning assets	1.76	1.94	2.05	2.16	2.29	(0.18)		(0.53)	
Net interest margin	3.45%	3.37%	3.45%	3.65%	3.83%	0.08%		(0.38)%	

<sup>(1)</sup> Nonperforming loans are included in average balances used to determine average rate.

<sup>(2)</sup> On a consolidated basis, demand deposits are routinely swept overnight into money market deposits. On a line of business basis, balances are presented without the impact of sweeps. Certain prior period data has been adjusted to conform with current period presentation.

<sup>(3)</sup> Includes international banking facility deposit balances in domestic offices and balances of Edge Act and overseas offices.

<sup>(4)</sup> Includes trust preferred capital securities.

<sup>(5)</sup> Includes tax-equivalent adjustments based on federal income tax rate of 35%.



			Nin	e Months End	led S	eptember 3	30		
		2	003					2002	
	verage alance		come/ cpense	Yield/ Rate		Average Balance		come/ cpense	Yield/ Rate
AVERAGE BALANCE SHEET (\$ millions)									
Assets									
Short-term investments	\$ 17,490	\$	145	1.11%	\$	10,770	\$	122	1.51%
Trading assets (1)	10,110		261	3.45		6,536		191	3.91
Investment securities: (1)									
U.S. government and federal agency	33,137		982	3.96		27,640		1,117	5.40
States and political subdivisions	1,228		62	6.75		1,212		66	7.28
Other	33,500		1,391	5.55		32,478		1,543	6.35
Total investment securities	67,865		2,435	4.80		61,330		2,726	5.94
Loans (2)	145,064		6,765	6.24		150,898		7,522	6.66
Total earning assets	240,529	\$	9,606	5.34		229,534	\$	10,561	6.15
Allowance for credit losses	(4,524)					(4,539)			
Other assets - nonearning	41,160					35,588			
Total assets	\$ 277,165				\$	260,583			
Liabilities and Stockholders' Equity									
Deposits - interest-bearing: (3)									
Savings	\$ 10,128	\$	47	0.62%	\$	11,217	\$	65	0.77%
Money market	58,319		499	1.14		56,127		569	1.36
Time	27,157		831	4.09		35,404		1,233	4.66
Foreign offices (4)	15,517		185	1.59		14,332		214	2.00
Total deposits - interest-bearing	 111,121		1,562	1.88		117,080		2,081	2.38
Federal funds purchased and securities									
under repurchase agreements	20,106		205	1.36		14,947		208	1.86
Other short-term borrowings	12,349		258	2.79		7,745		172	2.97
Long-term debt (5)	44,966		1.424	4.23		43,374		1,580	4.87
Total interest-bearing liabilities	 188,542	\$	3,449	2.45		183,146	\$	4,041	2.95
Noninterest-bearing deposits	50,085					41,908			
Other liabilities	16,108					14,013			
Common stockholders' equity	22,430					21,516			
Total liabilities and equity	\$ 277,165				\$	260,583			
Interest income/earning assets		\$	9,606	5.34			\$	10,561	6.15
Interest expense/earning assets			3,449	1.92				4,041	2.35
Net interest income/margin		\$	6,157	3.42%		•	\$	6,520	3.80%

- (1) Includes tax-equivalent adjustments based on federal income tax rate of 35%.
- (2) Nonperforming loans are included in average balances used to determine average rate.
- (3) On a consolidated basis, demand deposits are routinely swept overnight into money market deposits. On a line of business basis, balances are presented without the impact of the sweeps. Certain prior period data has been adjusted to conform with current period presentation.
- (4) Includes international banking facility deposit balances in domestic offices and balances of Edge Act and overseas offices.
- (5) Includes trust preferred capital securities.



				2003		20	02			Chang	e fro	m	1
		3rd Qtr	- 2	2nd Qtr	1st Qtr	4th Qtr		3rd Qtr	2Q03			3Q(	)2
									<u>Amt</u>	<u>%</u>		<u>Amt</u>	<u>%</u>
AVERAGE BALANCE SHEET (\$ millions)	_												
<u>Assets</u>													
Short-term investments	\$	17,029	\$	17,775	\$ 17,672	\$ 15,338	\$	9,484	\$ (746)	(4)%	\$	7,545	80%
Trading assets		11,669		10,211	8,414	6,995		6,426	1,458	14		5,243	82
Investment securities:													
U.S. government and federal agency		36,937		33,356	29,030	28,549		30,331	3,581	11		6,606	22
States and political subdivisions		1,278		1,237	1,169	1,177		1,171	41	3		107	9
Other		12,268		9,420	8,958	 10,212		10,994	2,848	30		1,274	12
Total investment securities		50,483		44,013	39,157	39,938		42,496	6,470	15		7,987	19
Loans (1)		202,020		203,580	207,439	208,167		205,830	(1,560)	(1)		(3,810)	(2)
Total earning assets		281,201		275,579	272,682	270,438		264,236	5,622	2		16,965	6
Allowance for credit losses		(4,479)		(4,535)	(4,558)	(4,566)		(4,533)	56	1		54	1
Other assets - nonearning		42,516		40,893	38,326	37,881		36,277	1,623	4		6,239	17
Total assets	\$	319,238	\$	311,937	\$ 306,450	\$ 303,753	\$	295,980	\$ 7,301	2%	\$	23,258	8%
Liabilities and Stockholders' Equity													
Deposits - interest-bearing: (2)													
Savings	\$	10,453	\$	10,260	\$ 9,662	\$ 10,076	\$	9,953	\$ 193	2%	\$	500	5%
Money market		64,728		62,881	60,886	58,003		54,537	1,847	3		10,191	19
Time		25,014		27,104	29,401	31,483		33,340	(2,090)	(8)		(8,326)	(25)
Foreign offices (3)		16,244		15,985	14,513	14,776		14,634	259	2		1,610	11
Total deposits - interest-bearing		116,439		116,230	114,462	114,338		112,464	209	-		3,975	4
Federal funds purchased and securities													
under repurchase agreements		23,003		20,383	16,866	14,950		15,115	2,620	13		7,888	52
Other short-term borrowings		47,245		49,077	46,994	45,761		43,244	(1,832)	(4)		4,001	9
Long-term debt (4)		45,248		45,014	44,630	43,180		43,229	234	1		2,019	5
Total interest-bearing liabilities		231,935		230,704	222,952	218,229		214,052	1,231	1		17,883	8
Noninterest-bearing deposits		45,995		44,077	46,397	48,521		45,201	1,918	4		794	2
Other liabilities		19,096		14,694	14,480	14,760		14,646	4,402	30		4,450	30
Common stockholders' equity		22,212		22,462	22,621	22,243		22,081	(250)	(1)		131	1
Total liabilities and equity	\$	319,238	\$	311,937	\$ 306,450	\$ 303,753	\$	295,980	\$ 7,301	2%	\$	23,258	8%



				0000		2002					Change from							
				2003	1-4-04	4th Qtr		_	21-04	2Q03				3Q02				
	3	rd Qtr	21	nd Qtr	1st Qtr	4	tn Qtr		3rd Qtr	-	Amt	%		Amt	<u>%</u>			
											AIIIL	<u>70</u>		AIIIL	70			
INCOME / EXPENSE (\$ millions)																		
<u>Assets</u>																		
Short-term investments	\$	41	\$	50	\$ 54	\$	48	\$	38	\$	(9)	(18)%	\$	3	8%			
Trading assets (5)		100		87	74		67		66		13	15		34	52			
Investment securities: (5)																		
U.S. government and federal agency		366		336	280		338		401		30	9		(35)	(9)			
States and political subdivisions		21		21	20		20		21		-	-		-	-			
Other		115		80	76		87		95		35	44		20	21			
Total investment securities		502		437	376		445		517		65	15		(15)	(3)			
Loans (1) (5)		3,920		3,916	4,054		4,248		4,303		4	-		(383)	(9)			
Total earning assets	\$	4,563	\$	4,490	\$ 4,558	\$	4,808	\$	4,924	\$	73	2%	\$	(361)	(7)%			
Liabilities																		
Deposits - interest-bearing: (2)																		
Savings	\$	19	\$	14	\$ 14	\$	20	\$	17	\$	5	36%	\$	2	12%			
Money market		154		171	174		202		199		(17)	(10)		(45)	(23)			
Time		251		274	306		342		374		(23)	(8)		(123)	(33)			
Foreign offices (3)		59		65	61		66		75		(6)	(9)		(16)	(21)			
Total deposits - interest-bearing		483		524	555		630		665		(41)	(8)		(182)	(27)			
Federal funds purchased and securities																		
under repurchase agreements		70		73	62		63		73		(3)	(4)		(3)	(4)			
Other short-term borrowings		240		255	253		272		275		(15)	(6)		(35)	(13)			
Long-term debt (4)		452		473	499		508		521		(21)	(4)		(69)	(13)			
Total interest-bearing liabilities	\$	1,245	\$	1,325	\$ 1,369	\$	1,473	\$	1,534	\$	(80)	(6)%	\$	(289)	(19)%			
Interest income/earning assets	\$	4,563	\$	4,490	\$ 4,558	\$	4,808	\$	4,924	\$	73	2%	\$	(361)	(7)%			
Interest expense/earning assets		1,245		1,325	1,369		1,473		1,534		(80)	(6)		(289)	(19)			
Net interest income/margin	\$	3,318	\$	3,165	\$ 3,189	\$	3,335	\$	3,390	\$	153	5%	\$	(72)	(2)%			



		2003		200	2	Change from							
	3rd Qtr	d Qtr 2nd Qtr 1st Qtr 4th Qtr 3rd Qtr		3rd Qtr	2Q03		3Q02						
						<u>Amt</u>	<u>%</u>	<u>Amt</u>	<u>%</u>				
YIELDS AND RATES													
Assets	_												
Short-term investments	0.96%	1.13%	1.24%	1.24%	1.59%	(0.17)%		(0.63)%					
Trading assets (5)	3.40	3.42	3.57	3.80	4.07	(0.02)		(0.67)					
Investment securities: (5)													
U.S. government and federal agency	3.93	4.04	3.91	4.70	5.25	(0.11)		(1.32)					
States and political subdivisions	6.52	6.81	6.94	6.74	7.11	(0.29)		(0.59)					
Other	3.72	3.41	3.44	3.38	3.43	0.31		0.29					
Total investment securities	3.95	3.98	3.89	4.42	4.83	(0.03)		(0.88)					
Loans (1)	7.70	7.72	7.93	8.10	8.29	(0.02)		(0.59)					
Total earning assets	6.44	6.54	6.78	7.05	7.39	(0.10)		(0.95)					
<u>Liabilities</u>													
Deposits - interest-bearing: (2)													
Savings	0.72	0.55	0.59	0.79	0.68	0.17		0.04					
Money market	0.94	1.09	1.16	1.38	1.45	(0.15)		(0.51)					
Time	3.98	4.05	4.22	4.31	4.45	(0.07)		(0.47)					
Foreign offices (3)	1.44	1.63	1.70	1.77	2.03	(0.19)		(0.59)					
Total deposits - interest-bearing	1.65	1.81	1.97	2.19	2.35	(0.16)		(0.70)					
Federal funds purchased and securities													
under repurchase agreements	1.21	1.44	1.49	1.67	1.92	(0.23)		(0.71)					
Other short-term borrowings	2.02	2.08	2.18	2.36	2.52	(0.06)		(0.50)					
Long-term debt (4)	3.96	4.21	4.53	4.67	4.78	(0.25)		(0.82)					
Total interest-bearing liabilities	2.13	2.30	2.49	2.68	2.84	(0.17)		(0.71)					
nterest income/earning assets	6.44	6.54	6.78	7.05	7.39	(0.10)		(0.95)					
Interest expense/earning assets	1.76	1.93	2.04	2.16	2.30	(0.17)		(0.54)					
Net interest margin	4.68%	4.61%	4.74%	4.89%	5.09%	0.07%		(0.41)%					

- (1) Nonperforming loans are included in average balances used to determine average rate.
- (2) On a consolidated basis, demand deposits are routinely swept overnight into money market deposits. On a line of business basis, balances are presented without the impact of sweeps. Certain prior period data has been adjusted to conform with current period presentation.
- (3) Includes international banking facility deposit balances in domestic offices and balances of Edge Act and overseas offices.
- (4) Includes trust preferred capital securities.
- (5) Includes tax-equivalent adjustments based on federal income tax rate of 35%.



			N	ine Months End	Months Ended September 30									
			2003											
	Ave	erage	Income/	Yield/	-	verage	ln	come/	Yield/					
	Bal	lance	Expense	Rate	E	Balance	Ex	pense	Rate					
AVERAGE BALANCE SHEET (\$ millions)			3Q					3Q						
Assets														
Short-term investments	\$	17.490	145	1.11%	\$	10.770	æ	122	1.51%					
Trading assets (1)	•	10,110	261	3.45	φ	6,536	φ	191	3.91					
Investment securities: (1)		10,110	201	3.43		0,550		191	3.91					
U.S. government and federal agency		33,137	982	3.96		27,640		1 117	5.40					
· · · · · · · · · · · · · · · · · · ·		1,228	962 62	3.96 6.75		1,212		1,117 66	5.40 7.28					
States and political subdivisions Other		,		3.54		9,583		268	7.26 3.74					
		10,227	271 1,315					1.451						
Total investment securities		44,592	,	3.94		38,435		, -	5.05					
Loans (1) (2)  Total earning assets		204,327 276,519	11,890 13,611	7.78 6.58		208,978 264,719	\$	13,133 14,897	8.40 7.52					
_	2	_	13,011	0.56			<u>Ф</u>	14,097	7.52					
Allowance for credit losses		(4,524)				(4,539)								
Other assets - nonearning Total assets		40,594 312,589			Ф.	35,588 295,768								
Liabilities and Stockholders' Equity														
Deposits - interest-bearing: (3)														
Savings	\$	10.128	\$ 47	0.62%	\$	11,217	\$	65	0.77%					
Money market	· ·	58,319	499	1.14	Ψ	56,127	Ψ	569	1.36					
Time		27,157	831	4.09		35,404		1,233	4.66					
Foreign offices (4)		15,517	185	1.59		14.332		214	2.00					
Total deposits - interest-bearing		11,121	1,562	1.88		117,080		2,081	2.38					
Federal funds purchased and securities	'	11,121	1,502	1.00		117,000		2,001	2.50					
under repurchase agreements		20,106	205	1.36		14,947		208	1.86					
Other short-term borrowings		47,773	748	2.09		42,930		782	2.44					
Long-term debt (5)		44,966	1,424	4.23		43,374		1,580	4.87					
Total interest-bearing liabilities		23,966		2.35	_	218,331	\$	4,651	2.85					
Noninterest-bearing deposits		50,085	0,000	2.00		41,908	Ψ	4,001	2.00					
Other liabilities		16,108				14,013								
Common stockholders' equity		22,430				21,516								
Total liabilities and equity		312,589			\$	295,768								
Interest income/earning assets			13,611	6.58			\$	14,897	7.52					
Interest expense/earning assets			3,939	1.90				4,651	2.35					
Net interest margin		3	9,672	4.68%		•	\$	10,246	5.17%					

- (1) Includes tax-equivalent adjustments based on federal income tax rate of 35%.
- (2) Nonperforming loans are included in average balances used to determine average rate.
- (3) On a consolidated basis, demand deposits are routinely swept overnight into money market deposits. On a line of business basis, balances are presented without the impact of the sweeps. Certain prior period data has been adjusted to conform with current period presentation.
- (4) Includes international banking facility deposit balances in domestic offices and balances of Edge Act and overseas offices.
- (5) Includes trust preferred capital securities.



### **GLOSSARY FOR SELECTED NONINTEREST INCOME CATEGORIES**

Banking fees and commissions Insurance fees, documentary fees, commitment fees, mutual fund commissions, leasing fees,

safe deposit fees, official checks fees, ATM interchange and miscellaneous other fee revenue.

Credit card revenue Related to Card Services, consumer and small business credit card fees; related to Retail, debit card

fees; and related to Commercial, Commercial card fees

Fully Taxable Equivalent ("FTE")

Net interest income and tax expense in the income statement is grossed up for tax-exempt securities in

order to present results on a basis comparable to taxable securities.

Investment security gains (losses) Venture capital and investment securities (losses).

Other income (loss)

Net securitization gains (losses), net gains (losses) on Corporation transactions and/or

asset sales/dispositions.

Service charges on deposits Deficient balance fees, non-sufficient funds/overdraft fees and other service related fees.

Trading Realized and unrealized mark-to-market changes from trading assets, derivative financial

instruments and foreign exchange products.